the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
IND.
MARVEL COMICS GROUP 12¢
4 SEPT.
SPIDER-MAN!
NOW I'VE GOT YOU!
HEY! WHA--?
SURPRISED?
SEE WHY I'M CALLED THE SANDMAN?!!
HOW CAN SPIDER-MAN DEFEAT A FOE WHO CANNOT BE INJURED?? DON'T DARE MISS.....
"NOTHING CAN STOP... THE SANDMAN!"

BOYS! MEN!

MY SECRET NEW DYNAFLEX METHOD

CAN BUILD YOU A MAGNIFICENT NEW HE-MAN-MUSCLED BODY IN JUST TEN MINUTES A DAY—with absolutely NO weights—NO bar-bells—NO EXERCISE AT ALL!

Yes! If the girls LAUGH at you now when you take off your shirt—they'll be breaking down the doors to get dates with you—once they've seen the rugged DYNAFLEX BODY I can give you! I'll build you a tough strong massive body—shoulders clad with solid inches of he-man BRAWN. I'll give you bulging biceps, trip-hammer fists, power-packed legs, and a chest that will have you popping the buttons off your shirt with pride! (—says MIKE MARVEL, "Builder of Champion Bodies")

Mike Marvel

In my classes this same course of Instruction would cost $110.00.

ARE YOU ASHAMED OF YOUR BODY NOW?

Pal—do YOURSELF a favor! Take a good long look in a mirror. Do you see a puny, starved body—scrawny arms—bony shoulders—a flabby stomach and heavy legs? Do girls laugh and fellows grin when you take off your shirt?

BELIEVE IT OR NOT—I can add solid pounds of rippling, steely he-man MEAT to your build. I can take those skeleton arms and PACK EVERY INCH with explosive virile MAN-MUSCLE. I can take that caved-in chest and build on it rugged inches of strong sleek MAN-SIZED BRAWN. I can clothe your skinny frame with GIANT RIPPLING DYNAFLEX MUSCLES that will have the girls gasping with awe and admiration! And with NO tiring exercise, NO high-priced bar-bells or gym equipment!

Or is your problem a body sagging with soft rolls of unhealthy, unhandsome FAT? Puny muscles — sagging stomach — bloated face — arms heavy with layers of FLUBBER! Are you ASHAMED to go to the beach and let them see your "FAT-MAN PHYSIQUE"?

If so, wake up fella! THIS IS IT! I will peel off that fat and give you a lean virile DYNAFLEX BODY, armored with a sheath of hard tough handsome muscle. I can build you into a healthy, streamlined HERCULES —bursting with dynamic manly strength. I'll give you a taut rock-hard midsection—legs muscled like coiled steel springs. I can pack solid DYNAMITE into your fists and give you a rugged handsome build brim-full of the magnetic Super-Body Appeal which girls admire. And with NO starvation diets NO fatiguing calisthenics—NO expensive health-foods!

HOW DYNAFLEX BUILDS BEAUTIFUL BODIES

DYNAFLEX is the modern miracle of body-building. It takes no tiresome exercises, "creash" diets, protein foods, and no weights or bar-bells. DYNAFLEX is the amazing discovery of a West German Doctor whose research into the Science of Strength found a thrilling new way to build GIANT BRAWNY MUSCLES in ten minutes a day. With DYNAFLEX you "feel" each muscle zone—it is certain easy—that is more effective than if you exercised that muscle 20, 30, even 50 times the old-fashioned way. With DYNAFLEX you get bigger results in ten minutes than after hours of grunting and groaning, lifting heavy weights. DYNAFLEX coaxes each muscle in your body to bring out its every ounce of fullness and sinewy symmetry. DYNAFLEX packs that muscle with glowing vibrant new strength and energy! And in ten minutes a day I can cover your bony frame with healthy rippling muscle—give you a deep, powerful chest — solid shoulders and iron wrists—tough, slim midsection—and trim, steel-spring legs! Simply thru "DYNAFLEXING" each muscle once a day!

There's nothing wrong with the bar-bell and weight-lifting method . . . but why bother? Why waste time and money, why sweat and strain your guts to a streamlined symmetrical SAMSON-STRONG BODY—when you can do it better—easier—easier—easier with the DYNAFLEX SECRET?

STRONG-MAN APPEAL ATTRACTS GIRLS

Be honest. Down deep you KNOW you envy the boy with the virile, magnificent build. Every man and boy secretly desires a broad brawny back, a solid man-muscled chest, handsome shoulders, arms rippling with tough, steely sinews, a narrow waist, slim hips and sturdy, power-packed legs. Girls go for a fellow with TWO-FISTED STRENGTH and SEX-APPEAL . . . and they only laugh at skinny guys or "sissies".

Let me give you a glowing new body, brimming over with energy and irresistible inches of solid muscle on your chest — he-man appeal. I can build those inches of beef and brawn on your shoulders. I will mold you a handsome super-body of terrific strength, give you a crushing grip, legs crammed with steel springs. A lean taut rock-solid punch-proof midsection. Pack your body with energy and thrilling stamina that will have girls falling at your feet.

GIVE ME TEN MINUTES A DAY —THAT'S ALL!

After DYNAFLEX, you'll be able to roll up your sleeves and take off your shirt and, for the first time in your life, you'll be PROUD of your manly build. Yes, pal, say goodbye to your weak, flabby frame—get ready for adventure and romance with a solid physique that glows and vibrates with virile he-man appeal. You'll be really proud to have people see your MAGNIFICENT HE-MAN-MUSCLES at the beach or gym. And, when the girls crowd around to admire your iron biceps and your bulging brawny chest—when they ask in amazement how you did it—tell them about the magic secret of DYNAFLEX!

Your Pal,
MIKE MARVEL
"Builder of Champion Bodies"

ARE YOU WEAK, ALWAYS TIRED, LACK PEP?

Whether you're thin and scrawny, or sagging with unsightly fat — my secret DYNAFLEX method will cram pep, vigor and red-blooded vitality into your puny, exhausted body. Once DYNAFLEX makes you a two-fisted dynamo of manly beauty, rippling with power, glowing with magnetic sex-appeal—you'll be bursting with get-up-and-go. Man, you'll be really ALIVE—tingling with zest and rip-roaring energy—for the first time in years!

PROOF!

"I tried two other systems, before my buddy told me about DYNAFLEX. It *really* works—and how! I've put two inches of solid muscle on my biceps, three inches on my chest. It's like magic!"
L. C., New York City

"I never thought you could build terrific muscles without exercises or weights. Started DYNAFLEX two weeks ago, and am building a *great* physique."
E. G., Detroit, Mich.

"DYNAFLEX is the best yet. Only three weeks, and I have more data than I can handle! I am telling all my pals about DYNAFLEX."
F. S., Chicago, Ill.

YOU PAY ONLY 1.98

COMPLETE NOTHING ELSE TO BUY

Mike Marvel System, Dept. 281 285 Market St., Newark, N.J.

FREE!

'SECRETS OF ATTRACTING GIRLS'!

Follows! Mail the coupon now, and receive Mike Marvel's FREE GIFT to you, this exciting and informative book. Discover a secret method for developing a new, almost MAGNETIC way of attracting the girls. At parties, dances, at the beach—you will have the girls clustering around you breathlessly, while the guys watch anxiously. "What does HE have that WE don't?" they will say. The answer is in this exciting new book, your GIFT from Mike Marvel. Fill out and mail the coupon NOW!

MAIL MONEY-SAVING NO-RISK FREE TRIAL COUPON NOW!

Check as many of the boxes you want HERE — Complete System $1.98.

- ☐ Lose fat, be trim and solid
- ☐ Build deep brawny chest, bulging with vigorous strength
- ☐ Lose fat, be trim, have handsome
- ☐ Mold mighty back, broad beefy shoulders
- ☐ Build muscle on skinny wrists and arms
- ☐ Develop crushing grip, two - fisted punch-power

MIKE MARVEL System, Dept. 281
285 MARKET STREET
NEWARK, NEW JERSEY

Okay, Mike! Here's $1.98. Send me your COMPLETE (nothing else to buy later) body-building course. I want to see your new secret of DYNAFLEX to win a HERCULES HE-MAN BODY in just ten minutes a day. Rush my copies of the DYNAFLEX SYSTEM and my free gift book "Secrets of Attracting Girls" on your money-back guarantee, in plain wrappers. If I don't develop a splendid physique and become more popular with girls you will refund my money in full.

NAME ..... AGE .....
ADDRESS .....
CITY ..... ZONE ..... STATE .....
(Please Print)

Outside USA: Send International Money Order or cash. Great Britain: $4.95 is about 15 shillings. For air mail delivery, send 1 pound.

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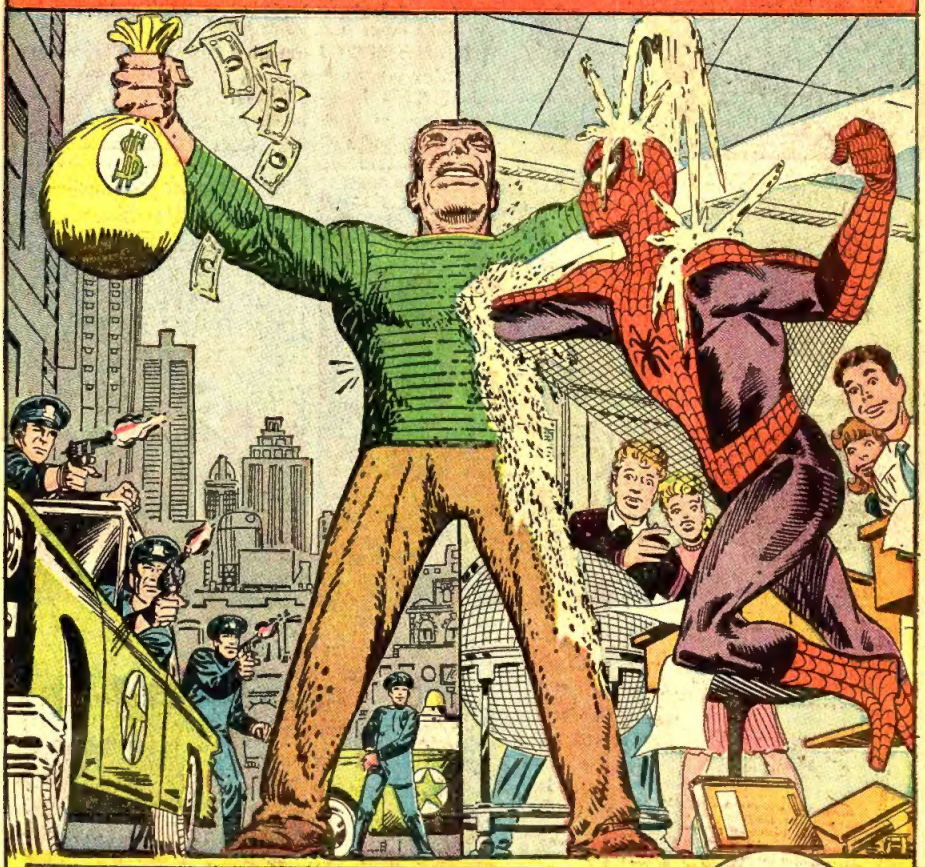
SPIDER-MAN

"NOTHING CAN STOP... THE SANDMAN!"

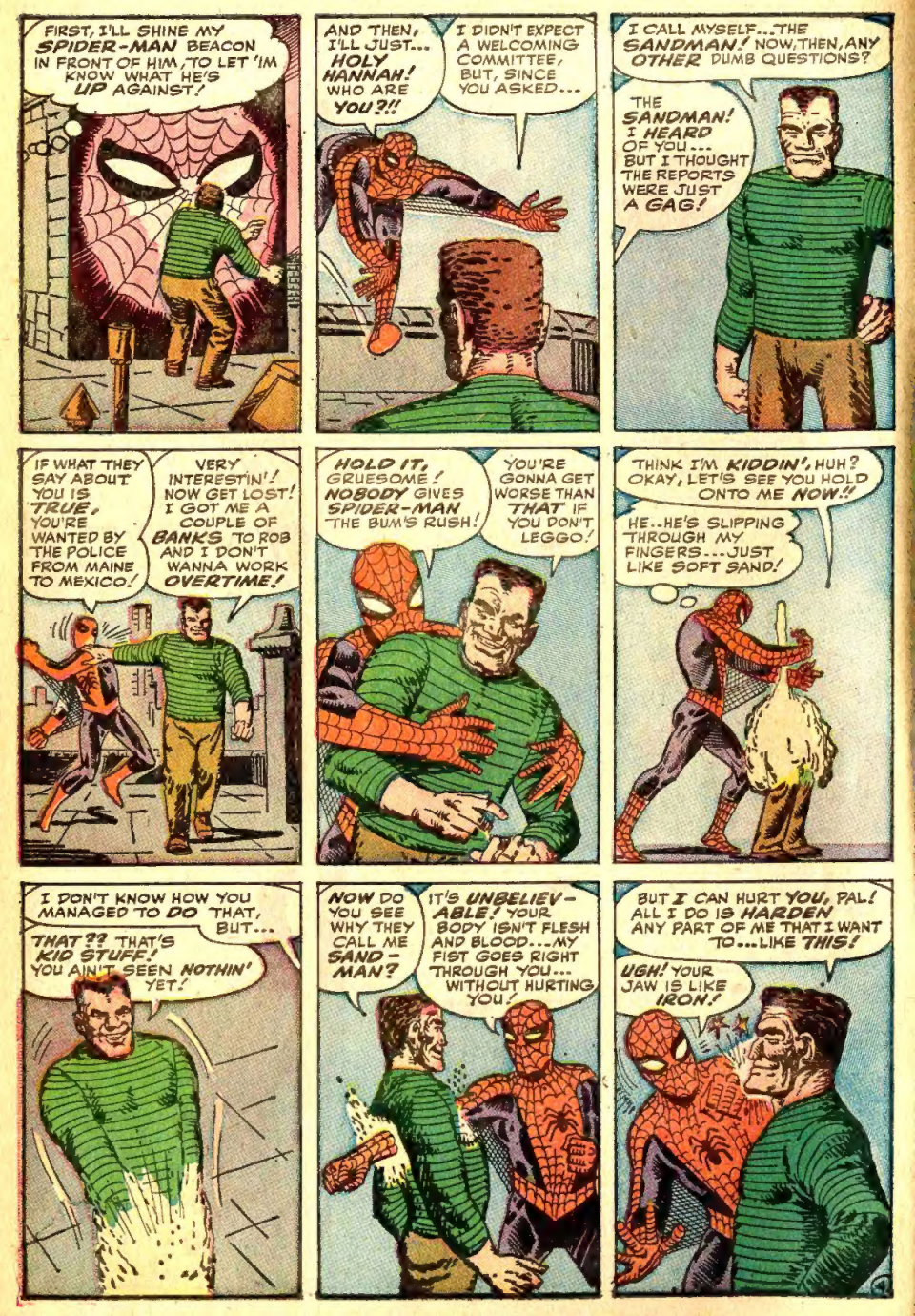


IN THE SPACE OF ONLY THE FIRST THREE ISSUES, YOU READERS HAVE MADE ***SPIDER-MAN*** ONE OF THE GREATEST, MOST PHENOMENAL SUCCESSES IN THE HISTORY OF SUPER CHARACTERS! AND NOW, WITH THIS RECORD-BREAKING FOURTH ISSUE, ***SPIDER-MAN*** SOARS TO STILL GREATER HEIGHTS AS HE BATTLES THE MOST FANTASTIC FOE OF ALL! SO, SETTLE BACK FOR THE THRILL OF YOUR LIFE--THE FATEFUL MOMENT WHEN ***SPIDER-MAN*** MEETS--THE ***SANDMAN!***

by Stan Lee + STEVE DITKO

KNOW WHAT NEW YORK'S BIGGEST TOURIST ATTRACTION IS? GRANT'S TOMB? EMPIRE STATE BUILDING? NOPE! IT'S A COLORFUL CRIME-FIGHTER NAMED SPIDER-MAN!
LOOKS LIKE OL' J. JONAH IS STILL GUNNIN' FOR ME IN HIS PAPER! SOME GUYS JUST NEVER GIVE UP!
"The SPIDER-MAN MENACE!"
A NEW SERIES BY J. JONAH JAMESON
STARTING TODAY IN THE DAILY BUGLE
WELL! WELL! IF I EVER SAW THREE PUNKS CASIN' A JEWELRY STORE, I SEE IT NOW!
I WAS RIGHT! NO SOONER DOES THE PROPRIETOR LOCK UP FOR THE NIGHT AND HEAD FOR HOME, THEN THEY START SNEAKIN' UP TO THE PLACE!
HEY! WHAT'S GOIN' ON??
WHO'S THE WISE GUY?
IT FEELS LIKE A PIECE OF WEB DROPPED DOWN ON US! BUT... WHO...?
WELL, IT'S NOT DR. KILDARE!
SPIDER-MAN! WE'RE SUNK!
SHUDDUP, STUPID! I'LL HANDLE THIS!
IF YOU'RE THINKIN' OF PUTTIN' UP A FIGHT, BROTHER, LET ME WARN YOU...
A FIGHT? THE ONLY FIGHT I'LL PUT UP IS IN COURT! I'M SUIN' YOU FOR ASSAULT AND BATTERY, AND I GOT WITNESSES TO PROVE IT!
YEAH, THAT'S RIGHT!
THERE'S NO LAW AGAINST THREE HONEST CITIZENS WALKIN' IN THE STREET AT NIGHT! THEN YOU COME SWOOPIN' DOWN ON US, SCARIN' US OUTTA OUR WITS! YOU'RE A MENACE... JUST LIKE J. JONAH JAMESON SAYS!
HE'S RIGHT! I WAS A FOOL! I SHOULD HAVE WAITED 'TILL THEY BROKE INTO THE STORE! NOW I'VE NO EVIDENCE!
DON'T YOU FEEL LIKE A JERK, PARADIN' AROUND IN PUBLIC IN THAT GET-UP??
A FINE WAY TO TALK TO A SUPER-HERO! BUT WHAT CAN I DO ABOUT IT?
HEY, LET'S SWEAR OUT A WARRANT AGAINST SPIDER-MAN!
I'LL CALL A COP! HELP, POLICE!
THIS IS BATTY! THEM CALLING FOR HELP AGAINST ME!
POLICE!!
WE'LL HELP YA! HEY, POLICE!
BOY, YOU NEVER CAN GET A COP WHEN YOU WANT ONE!
I SEE ONE COMIN' NOW!
2

AWRIGHT, WHAT'S GOIN'ON HERE?
IT'S SPIDER-MAN! HE ATTACKED US FOR NO GOOD REASON!
HE'LL FIND MY WEB ON THE GROUND...AND IT'S THEIR THREE STORIES AGAINST MY ONE!
EVEN A SUPER-HERO KNOWS WHEN IT'S TIME TO CUT OUT!
HEY! COME BACK HERE, YOU! I'VE GOTTA FILL OUT A REPORT! I NEED YOUR NAME, ADDRESS...WAIT A MINUTE!
THIS'LL TEACH ME NOT TO GO CHARGING INTO THINGS UNTIL I KNOW WHAT THE SCORE IS!
WELL, IT COULD BE WORSE! AT LEAST I DID STOP 'EM FROM ROBBING THAT STORE!
GET 'IM DOWN FROM THERE! SHOOT THE BUM!
GOTTA HAND IT TO YA, CHARLIE! YOU SURE OUT-SMARTED THAT CREEP!
ALL RIGHT, YOU GUYS...MOVE ALONG! THE PARTY'S OVER!
IF I WERE SPIDER-MAN, I MIGHT HAVE TACKLED YOU MYSELF...'CAUSE YOU GOT LARCENY WRITTEN ALL OVER YOU!
MEANWHILE, UP ABOVE...
THE SPIDER-MAN MENACE
IT'S ALL HIS FAULT! ON ACCOUNT OF JAMESON STIRRING EVERYONE UP AGAINST ME, EVEN CHEAP CROOKS NOW THINK THEY DON'T HAVE TO FEAR ME ANYMORE!
WELL, IT'S TIME I PAID J. JONAH A LITTLE VISIT...AS SPIDER-MAN!
DAILY BUGL
HECK! IT'S EMPTY! HE'S NOT IN!
BUT I'LL JUST LEAVE A LITTLE SOUVENIR FOR HIM...TO PROVE I WAS HERE!
MINUTES LATER...
WELL, THAT'S THAT! NOW I'LL... HEY! POLICE CARS BELOW! SOMETHING MUST BE UP! I'D BETTER HANG AROUND!
THAT FELLA CLIMBING FRANTICALLY TO THE ROOF MUST BE THE ONE THEY'RE LOOKING FOR! IT'LL BE DUCK SOUP FOR ME TO GET 'IM!
8.


FIRST, I'LL SHINE MY SPIDER-MAN BEACON IN FRONT OF HIM, TO LET 'IM KNOW WHAT HE'S UP AGAINST!
AND THEN, I'LL JUST... HOLY HANNAH! WHO ARE YOU?!!
I DIDN'T EXPECT A WELCOMING COMMITTEE, BUT, SINCE YOU ASKED...
I CALL MYSELF...THE SANDMAN! NOW, THEN, ANY OTHER DUMB QUESTIONS?
THE SANDMAN! I HEARD OF YOU... BUT I THOUGHT THE REPORTS WERE JUST A GAG!
IF WHAT THEY SAY ABOUT YOU IS TRUE, YOU'RE WANTED BY THE POLICE FROM MAINE TO MEXICO!
VERY INTERESTIN'! NOW GET LOST! I GOT ME A COUPLE OF BANKS TO ROB AND I DON'T WANNA WORK OVERTIME!
HOLD IT, GRUESOME! NOBODY GIVES SPIDER-MAN THE BUM'S RUSH!
YOU'RE GONNA GET WORSE THAN THAT IF YOU DON'T LEGGO!
THINK I'M KIDDIN', HUH? OKAY, LET'S SEE YOU HOLD ONTO ME NOW!!
HE..HE'S SLIPPING THROUGH MY FINGERS...JUST LIKE SOFT SAND!
I DON'T KNOW HOW YOU MANAGED TO DO THAT, BUT...
THAT?? THAT'S KID STUFF! YOU AIN'T SEEN NOTHIN' YET!
NOW DO YOU SEE WHY THEY CALL ME SAND-MAN?
IT'S UNBELIEV-ABLE! YOUR BODY ISN'T FLESH AND BLOOD...MY FIST GOES RIGHT THROUGH YOU... WITHOUT HURTING YOU!
BUT I CAN HURT YOU, PAL! ALL I DO IS HARDEN ANY PART OF ME THAT I WANT TO...LIKE THIS!
UGH! YOUR JAW IS LIKE IRON!

AND HOW'S THIS?? NO HANDS!!
HE CAN CHANGE HIS BODY AS EASILY AS MISTER FANTASTIC... ONLY SANDMAN ISN'T ON OUR SIDE!
OOOF!
*MR. FANTASTIC: FAMOUS LEADER OF THE FABULOUS FANTASTIC FOUR!
DON'T GO 'WAY, CHUM! THE PARTY'S ONLY STARTIN'!
HE'S JUST TOYING WITH ME! I'VE GOT TO USE MY WEB ON HIM!
But THEN...
OH, NO!! I TORE MY FACE MASK!
CAN'T LET ANYONE SEE ME LIKE THIS! IT'LL BE THE END OF MY SECRET IDENTITY!
EVEN IF I COULD, I DON'T DARE TO CAPTURE HIM NOW!
SO YOU GOT ME? SO WHAT? SOON AS THE POLICE GRAB ME, I'LL LET 'EM ALL KNOW WHO YOU REALLY ARE!
ONCE MY SECRET IS OUT, J. JONAH JAMESON WILL NEVER STOP HOUNDING ME!
TO THINK THAT A PUBLIC MENACE LIVED RIGHT IN OUR MIDST, HIDING BENEATH A MASK OF RESPECTABILITY! HE MUST BE EXPELLED FROM SCHOOL...DRIVEN FROM TOWN!!
LOCK HIM UP FOR LIFE! I DON'T WANT DE- ET TEEN-AGERS TO ASSOCIATE WITH HIM!
HE'S JUST AN OVER-GROWN DELINQUENT!
AND AUNT MAY... IF I'M DRIVEN FROM TOWN, WHAT WILL HAPPEN TO HER?
DON'T WORRY ABOUT ME, PETER DARLING! I'M JUST AN OLD LADY...IT'S YOU WHO MATTER!
FOR SALE SHOE LACES 10¢
COME BACK HERE, YA BLAMED COWARD! THE AMAZING SPIDER-MAN! BAH!
I'VE GOT TO GET AWAY! CAN'T TAKE A CHANCE ON HIM RECOG-NIZING ME! THE RISKS ARE TOO GREAT!
HE'S GONE! NOW I'LL JUST GET BACK TO BUSINESS!
IT'S EASY FOR A GUY TO JUMP OFF THE ROOF OF A BUILDING ...IF HE CAN TURN INTO SMALL, WEIGHT-LESS SAND PARTICLES!
THEN, AFTER I LAND ON THE SIDEWALK, ALL I HAFTA DO IS RE-FORM THE PARTICLES AGAIN...
AND NOW FOR THAT DATE WITH A BANK!!

CONTINUED AFTER NEXT PAGE

FREE WITH ANY PURCHASE

LINCOLN PENNY ALBUM

(WE PAY UP TO $150 WHEN IT'S FILLED)

ANY ITEM IN THIS GROUP (A)

(all different dates)

A-2 Ind. cents (pre-1909) $1
B-3 nickels (pre-1913) — $1
C-1 quarter (pre-1916) - $1
D-2 dimes (pre-1916) — $1
E-4 nickels (pre-1938) - $1
F-currency from 10 countries ——— $1

ALL ITEMS—$5

1

4 INDIAN CENTS IN ALBUM

Getting scarcer each year! 4 different scarce Indian cents in special album.

2

Fill this Lincoln penny album properly and return it to us to receive $150! ALL CENTS ARE AVAILABLE! Album FREE with any purchase! Send your order today!

U.S. COIN CATALOG SHOWS PRICES WE PAY!

Send $1 for our illustrated catalog that shows prices WE PAY for all U.S. coins!

1

ANY ITEM IN THIS GROUP (B)

G-1 cent (pre-1857) — $2
H-1 3c piece ——— $2
J-1 2c piece ——— $2
K-4 dimes (pre-1916) - $2
L-2 quarters (pre-1916) $2
M-1 dime (pre-1891) — $2

ALL ITEMS—$10

2

ANY ITEM IN THIS GROUP (C)

N-1 nickel (pre-1873) — $3
O-1 quarter (pre-1892) $3
P-commem. half-dollar $3
R-1 cent (pre-1835) — $3
S-8 cents (pre-1909) — $3
T-3 quarters (pre 1916) $3

ALL ITEMS—$15

3

TURN-OF-CENTURY TYPE SET

Indian cent, V-Nickel, Barber Dime, Quarter, Half encased in acetate covered holder. **$4.50**

EXTRA! 32 page catalog sent with every order

CENTRE COIN COMPANY

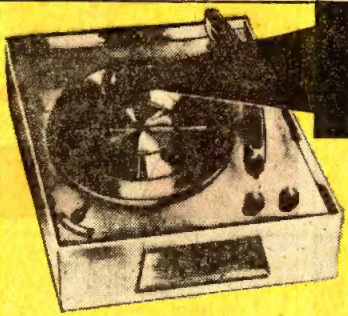
Box 5490 Dept. CG, Sherman Oaks, Calif.

☐ Number ..... from Group (A) (B) (C), total .....
☐ Coin; Catalog ($1)
☐ 4 Indian cents in album ($2) ☐ Turn-of-Century Set ($4.50)

NAME.....

ADDRESS.....

CITY..... STATE.....



RECORD YOUR VOICE AT HOME

ONLY $6.98

FUN FOR THE WHOLE FAMILY

FEATURES:

- Handy Portable Carrying Case
- Cuts Actual Records
- Records at 33⅓, 45, or 78
- Sing, Tell Jokes, Record

MAKE YOUR OWN RECORDS ANYWHERE

Kids, now you can cut your own records at home. Sing, tell jokes, record secret conversations, speeches, take off your favorite shows and music, and it's all ready to play back instantly. Put your voice on records, or a pals, or Mom & Dad's and then play it back at home, parties, gatherings, or wherever your family and friends gather.

IT'S FUN—IT'S REVOLUTIONARY IT'S ELECTRONIC

You receive complete recording equipment, including recording arm and head, microphone, tracking disc, cutting needles, and full supply of blank records. It all attaches to your phonograph, and you're all set to record what you like, where you like and when you like. Takes only 30 seconds, and anyone can operate it. Records at 33⅓, 45 or 78 R.P.M.'s Only $6.98 plus 45¢ shipping charges. Additional blank recording disks are available from us at $3.00 per package of 12.

10 DAY FREE TRIAL

Don't delay! Order now! Use this exciting recorder for parties, gatherings, recording sessions and just plain fun for 10 full days. Test it in your own home, and if you're not 100% delighted, simply return for prompt refund of the full purchase price. Only $6.98 plus 45¢ shipping charges.

MONEY BACK GUARANTEE

Honor House Products Corp. Dept. RL-99
Lynbrook, New York

Rush my Voice Recorder at once. If I am not 100% delighted after 10 day free trial, I may return the merchandise for prompt refund of full purchase price.

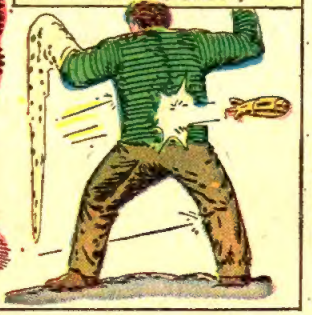
☐ I enclose $6.98 plus 45¢ shipping charges.
☐ Send C.O.D. I will pay postman on delivery plus shipping charges.

Name.....

Address.....

"REALIZING IT WAS THE ONLY PLACE WHERE HE COULD HAVE A MEASURE OF SAFETY, HE REMAINED ON THE LONELY, FORBIDDEN-AREA BEACH, UNTIL THE FATEFUL DAY THAT A NUCLEAR TEST EXPLOSION CAUGHT HIM UNAWARES!

"BY SOME INCREDIBLE ACCIDENT, THE MOLECULES OF HIS BODY MERGED AT THAT RADIO-ACTIVE INSTANT WITH THE MOLECULES OF THE SAND UNDER HIS FEET, AND HIS BODY TOOK ON THE QUALITIES OF THE SAND ITSELF--BECOMING VIRTUALLY ***INDESTRUCTIBLE!***"



...AND SO, WE URGE EVERY LISTENER TO STAY INDOORS AND--

CLICK!

UH OH! AUNT MAY'S COMING! GOT TO HIDE MY COSTUME--FAST!

JUST TIME TO THROW MY ROBE ON! HOPE NONE OF IT IS SHOWING!

PETER, DEAR, YOU'VE BEEN STUDYING ***SO*** HARD! I BROUGHT YOU SOME COOKIES AND MILK!

WHY ARE YOU CLUTCHING YOUR ROBE SO TIGHTLY? YOU LOOK SO AGITATED! YOU MUST HAVE A ***FEVER***, DEAR!

THAT'S MY BEST EXCUSE!

I--I THINK MAYBE I ***AM*** A LITTLE ILL, AUNT MAY!

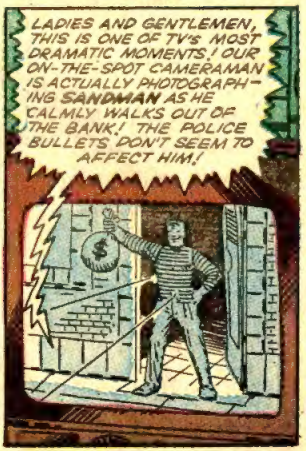
NOW YOU JUST GET RIGHT INTO BED, PETER! I'LL BRING UP SOME ASPIRINS AND A THERMOMETER FOR YOU!

GOSH, YOU DON'T HAVE TO BOTHER WITH THAT, AUNT MAY! I'M SURE I'LL BE OKAY IN A LITTLE WHILE!

SHE'S ***GONE!*** NOW FOR THE NEWS AGAIN...

...POLICE HAVE THROWN A CORDON AROUND THE BANK! ***SANDMAN*** IS SAID TO BE STILL INSIDE!

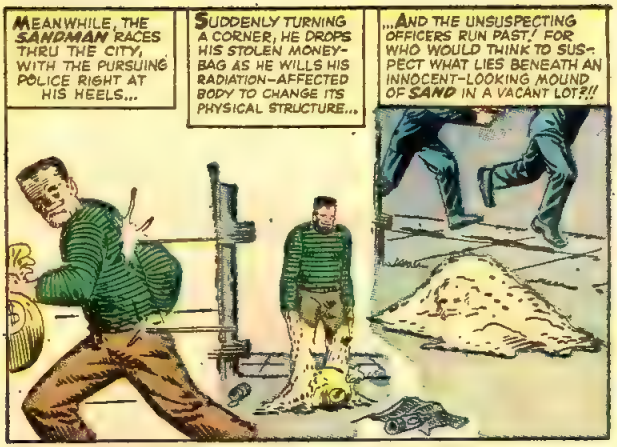
LADIES AND GENTLEMEN, THIS IS ONE OF TV'S MOST DRAMATIC MOMENTS! OUR ON-THE-SPOT CAMERAMAN IS ACTUALLY PHOTOGRAPHING ***SANDMAN*** AS HE CALMLY WALKS OUT OF THE BANK! THE POLICE BULLETS DON'T SEEM TO AFFECT HIM!

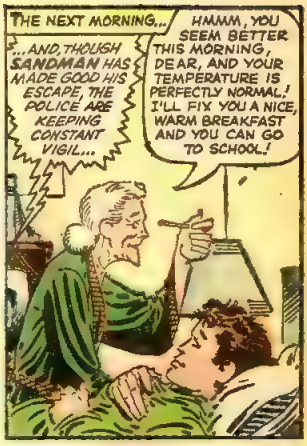


MINUTES LATER...

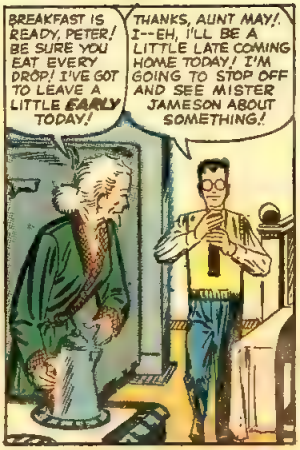
SANDMAN MADE A CLEAN GETAWAY! I'LL BET ***SPIDER-MAN*** COULD STOP HIM, IF ONLY I COULD SEW MY MASK AND SLIP AWAY FROM AUNT MAY!

YOU'LL BE JUST FINE AFTER A GOOD NIGHT'S SLEEP, DEAR! YOU'VE JUST BEEN STUDYING TOO HARD!

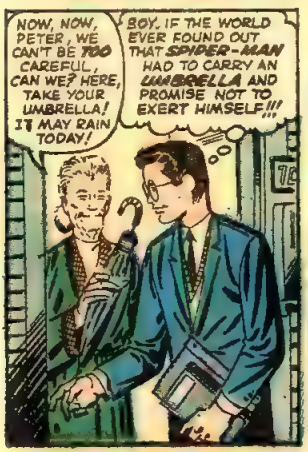

MEANWHILE, THE SANDMAN RACES THRU THE CITY, WITH THE PURSUING POLICE RIGHT AT HIS HEELS...
SUDDENLY TURNING A CORNER, HE DROPS HIS STOLEN MONEY-BAG AS HE WILLS HIS RADIATION-AFFECTED BODY TO CHANGE ITS PHYSICAL STRUCTURE...
...AND THE UNSUSPECTING OFFICERS RUN PAST! FOR WHO WOULD THINK TO SUSPECT WHAT LIES BENEATH AN INNOCENT-LOOKING MOUND OF SAND IN A VACANT LOT?!!


THE NEXT MORNING...
...AND, THOUGH SANDMAN HAS MADE GOOD HIS ESCAPE, THE POLICE ARE KEEPING CONSTANT VIGIL...
HMMM, YOU SEEM BETTER THIS MORNING, DEAR, AND YOUR TEMPERATURE IS PERFECTLY NORMAL! I'LL FIX YOU A NICE, WARM BREAKFAST AND YOU CAN GO TO SCHOOL!

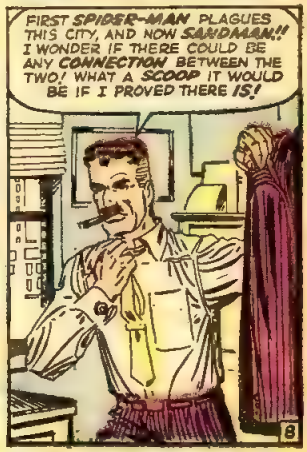
AS SOON AS HIS DOTING AUNT LEAVES THE ROOM...
WHEW! I WAS UP HALF THE NIGHT WORKIN' ON THIS, BUT AT LAST IT'S FINISHED! SO I'LL JUST WEAR MY SPIDER-MAN COSTUME UNDER MY CLOTHES TODAY...


BREAKFAST IS READY, PETER! BE SURE YOU EAT EVERY DROP! I'VE GOT TO LEAVE A LITTLE EARLY TODAY!
THANKS, AUNT MAY! I--EH, I'LL BE A LITTLE LATE COMING HOME TODAY! I'M GOING TO STOP OFF AND SEE MISTER JAMESON ABOUT SOMETHING!

HE'S THAT NICE GENTLEMAN WHO PUBLISHES THE DAILY BUGLE, AND NOW MAGAZINE, ISN'T HE?
JUST BE SURE YOU DON'T EXERT YOURSELF, DEAR! YOU KNOW HOW EASILY YOU CATCH COLD!
AW, AUNT MAY--I WISH YOU WOULDN'T BABY ME SO! I'M PRETTY HUSKY, YOU KNOW!


NOW, NOW, PETER, WE CAN'T BE TOO CAREFUL, CAN WE? HERE, TAKE YOUR UMBRELLA! IT MAY RAIN TODAY!
BOY, IF THE WORLD EVER FOUND OUT THAT SPIDER-MAN HAD TO CARRY AN UMBRELLA AND PROMISE NOT TO EXERT HIMSELF!!!

A FEW MINUTES LATER, AT THE PUBLISHING OFFICE OF J. JONAH JAMESON...
GOOD MORNING, MR. JAMESON!
HRRMPH! BRING ME THE LATEST BULLETINS ABOUT SANDMAN RIGHT AWAY! ALSO, I WANT THE FILE ON SPIDER-MAN!


FIRST SPIDER-MAN PLAGUES THIS CITY, AND NOW SANDMAN!! I WONDER IF THERE COULD BE ANY CONNECTION BETWEEN THE TWO! WHAT A SCOOP IT WOULD BE IF I PROVED THERE IS!
8

SITTING AT HIS DESK CHAIR, JONAH JAMESON ANGRILY FINDS THE LITTLE MEMENTO WHICH SPIDER-MAN HAD MISCHIEVOUSLY LEFT THE DAY BEFORE...
WHAT IN THE DOD-BLAMED DING-BUSTED SAM HILL IS ON MY CHAIR??!!
I-I HAVEN'T ANY IDEA, SIR!
I'M STUCK IN THIS BLASTED CHAIR! CAN'T GET OUT!
IT'S THE WORK OF THAT MISERABLE SPIDER-MAN! WELL, DON'T JUST STAND THERE GAWKING, MISS BRANT! GO GET ME ANOTHER PAIR OF TROUSERS!!
THERE'S A PIECE OF ADHESIVE WEBBING ON THE SEAT!
Y-YES SIR!
OH, THERE'S JJ'S YOUNG PHOTOGRAPHER, PETER PARKER!
WOULD YOU BRING THESE TROUSERS IN TO MR. JAMESON, PETER? HE'S IN SUCH A BAD MOOD, I HATE TO FACE HIM!
SURE, MISS BRANT!
JJ MUST HAVE FOUND THE LITTLE "MEMENTO" I LEFT FOR HIM YESTERDAY! I CLEAN FORGOT ABOUT IT!
OH, IT'S YOU, EH? DID YOU BRING ME ANY NEW PICTURES?
NO, MR. JAMESON! I--EH, I'VE BEEN SORT OF BUSY WITH MY STUDIES! BUT HERE'S A PAIR OF PANTS FOR YOU!
LISTEN, PARKER, I WANT PICTURES OF SPIDER-MAN! YOU'VE MANAGED TO BRING IN GREAT STUFF IN THE PAST, BUT IF YOU CAN'T DELIVER NOW, I'LL GET SOMEONE WHO CAN! DO YOU READ ME?
SAY, WHAT DID YOU COME UP HERE FOR, ANYWAY?
I WONDERED IF YOU COULD GIVE ME AN ADVANCE ON MY NEXT CHECK?
AN ADVANCE??! ARE YOU KIDDING?? WHAT DO YOU DO WITH MONEY, EAT IT?? LOOK--THIS IS A BUSINESS, NOT A CHARITY! WHEN YOU BRING ME EXCLUSIVE PICTURES, I PAY FOR 'EM... BUT NOT BEFORE!
YOU TEEN-AGERS ARE ALL ALIKE --YOU THINK THE WORLD OWES YOU A LIVING! NOW GO OUT AND GET ME SOME SHOTS OF SPIDER-MAN, AND DON'T COME BACK TILL YOU DO!
I NEEDED THE DOUGH FOR NEW EXPERIMENTS WITH MY WEBBING--BUT, I CAN'T TELL HIM THAT! OH, WELL, I TRIED!
ONCE I GET THOSE PIX OF SPIDER-MAN, I'LL RUN THEM NEXT TO SOME PIX OF SANDMAN, WITH A CAPTION READING: ARE THEY THE SAME MAN? WHAT A FEATURE THAT WILL MAKE!
BETTER GET TO SCHOOL BEFORE I MISS THE LAST BELL!
AND SO...
HEY, YOU'RE NOT SERIOUS ABOUT HAVING A DATE WITH PUNY PARKER TONIGHT, ARE YOU?
WELL, THE POOR GUY HAS ASKED ME SO MANY TIMES, I JUST DIDN'T HAVE THE HEART TO REFUSE HIM AGAIN, FLASH!
I'LL HAVE TO FIND SOME WAY TO PICK UP THE TRAIL OF SANDMAN AFTER SCHOOL TONIGHT!
9

CONTINUED AFTER NEXT PAGE

72 BIG PAGES

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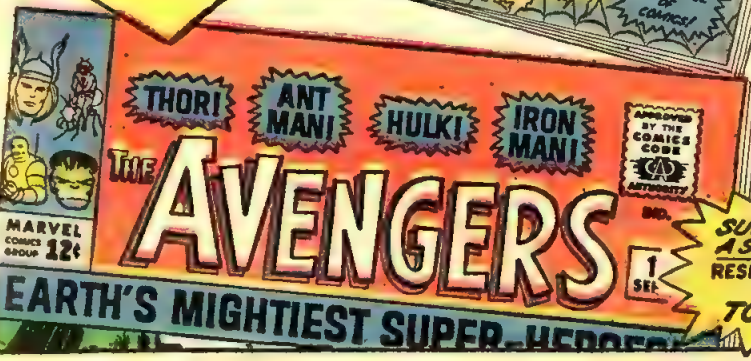
PLUS... *THE GREATEST* SUPER-HEROES *IN COMICS!*



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LITTLETON COIN CO., Dept. MC-8
Littleton, New Hampshire

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(Please Print Plainly)

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City.....Zone....State.....

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just add water . . . you've got INSTANT LIFE

ONLY $1.00

It's true. Now, right before your eyes — in just 24-72 hours — a happy troupe of hundreds of playful tumbling sea-monkeys (exotic Saskatchewan Brine Shrimp) that are more fun than a sea full of seals. Amaze both children and adults as you watch the comic antics of these fantastic underwater sea clowns. Day and night you'll see them chase each other in a playful game of hide and seek. The loser gets caught by the tail and is spun in a dizzy circle. See the "showoffs" turn somersaults under water . . . see the ticklish ones scratch each others' backs. Watch them cavort singly or glide gracefully in formation creating your own underwater circus.

MIRACLE OF LIFE

Right before your eyes these genuine live sea animals burst forth from "magic" powder eggs which will remain alive as long as eight years. You can raise an entire troupe in an ordinary glass jar using just tap water. It's so easy . . . just empty the package into a jar or fish bowl, add water and you have created "instant life." You can have a whole sea brood to give as gifts or sell if you wish.

SEE THEM OBEY YOUR SILENT COMMANDS

Darken the room and watch them follow a flashlight or candle beam forwards, backwards, sideways or around like a pack of happy kids playing follow the leader. Order now.

SEE THEM CHANGE COLOR

Mail this coupon and we'll send you 3 colors of sea-monkeys — white, pink and red. These are their natural colors. Yet, with a drop of vegetable food dye in their water, you can change the color of these little sea monkeys as often as you wish. Make them green, blue, purple, yellow or any other hue or shade without harming them. This dye will enable you to see their internal organs and how their life processes function.

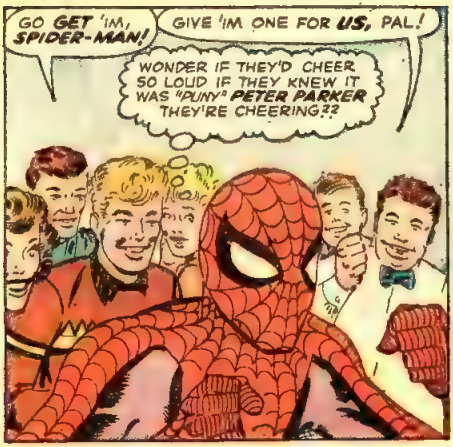
MONEY BACK GUARANTEE

BARGAIN CO. (Dept. MCR): 101 East 32nd St., New York.
Rush me my "magic" eggs for hatching my live sea animals at once. I understand if I am not 1000% delighted, I may return it for prompt refund of my purchase price.

☐ I enclose $1.00 plus 25c shipping charge for one order.
☐ SAVE 50c. I enclose $2.00. Send double order for hatching two live sea circuses.

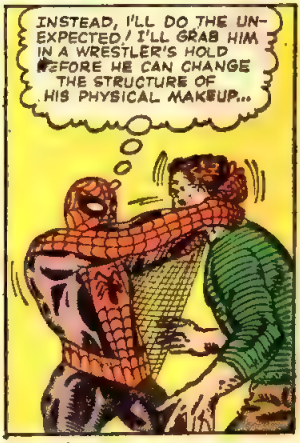
Name_____
Address_____
City_____Zone____State_____

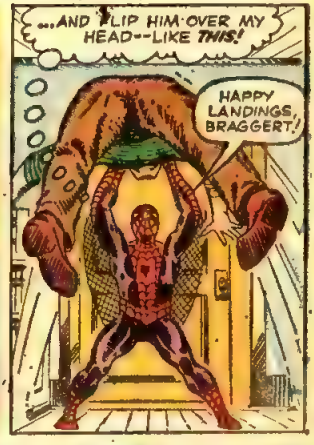
UH OH! THE BLAMED ROOM IS PACKED!
AND NOW, CLASS, OUR PRINCIPAL WILL SAY A FEW WORDS TO-- WHA--???
IT'S THE SANDMAN!!
LOOK HERE--I'M PRINCIPAL DAVIS! I DEMAND TO KNOW--
QUIET YOU! I'LL DO THE TALKIN'! SO, YOU'RE THE PRINCIPAL, EH? HMMM-- KNOW SOMETHIN'? I NEVER GRADUATED SCHOOL! MEBBE THIS IS MY CHANCE TO GET A DIPLOMA!
I DON'T KNOW WHAT YOU'RE TALKING ABOUT!
WELL, YOU'RE GONNA FIND OUT RIGHT NOW! I FIGURE A GUY LIKE ME DESERVES THE BEST OF EVERYTHING! SO, I WANT YA TO WRITE ME OUT A DIPLOMA-- OR ELSE!
NOTHING COULD MAKE ME DO THAT! A DIPLOMA MUST BE EARNED! YOUR THREATS CAN'T MAKE ME VIOLATE MY TRUST, OR MY DUTIES!
SAY! LISTEN TO HIM STAND UP TO THE SANDMAN!
NOW THERE'S A MAN WITH GUTS!
STOP! STAY BACK! THESE STUDENTS ARE IN MY CARE! ALL OF YOU-- RUN! RUN HOME! CALL THE POLICE! I'LL HOLD HIM OFF TILL YOU GET SAFELY OUT!
THAT'S WHAT YOU THINK, MISTER! I'M GONNA TEACH YOU A LITTLE LESSON RIGHT NOW!
BUT, OUTSIDE THE CLASSROOM DOOR, THE RETURNING PETER PARKER HAS OVERHEARD THE COMMOTION, AND, MAKING A RAPID CHANGE, HE SUDDENLY BURSTS INTO THE ROOM LIKE A TORNADO, AS THE AMAZING SPIDER-MAN!!
YOU'VE GOT THAT BACKWARDS, LOUD-MOUTH! YOU'RE THE ONE WHO'S GOT A LOT TO LEARN!
SPIDER-MAN!!
WOW-EEEE! THIS SURE HAS STUDYING CALCULUS BEAT ALL HOLLOW!!

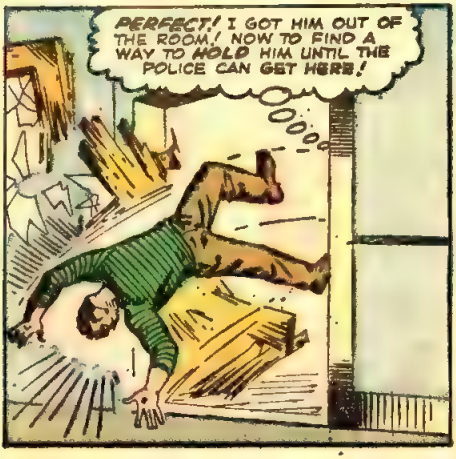

GO GET 'IM, SPIDER-MAN!
GIVE 'IM ONE FOR US, PAL!
WONDER IF THEY'D CHEER SO LOUD IF THEY KNEW IT WAS "PUNY" PETER PARKER THEY'RE CHEERING??

THAT WAS A REAL DRAMATIC ENTRANCE, SPIDER-MAN! BUT ENJOY IT WHILE YOU CAN--BECAUSE THIS TIME YOU AIN'T GETTIN' AWAY FROM ME SO EASY!
I'VE GOT TO GET HIM AWAY FROM HERE! CAN'T TAKE A CHANCE ON ANY OF THESE KIDS GETTING HURT WHILE WE'RE FIGHTING!

BUT MAYBE I CAN QUICKLY FLOOR HIM WITH ONE PUNCH...
UH OH! NOT A CHANCE! MY SPIDER SENSE TELLS ME HE'S MAKING HIS BODY ROCK-HARD AGAIN! I'D JUST BUST MY HAND TRYING!


INSTEAD, I'LL DO THE UN-EXPECTED! I'LL GRAB HIM IN A WRESTLER'S HOLD BEFORE HE CAN CHANGE THE STRUCTURE OF HIS PHYSICAL MAKEUP...


...AND FLIP HIM OVER MY HEAD--LIKE THIS!
HAPPY LANDINGS, BRAGGERT!

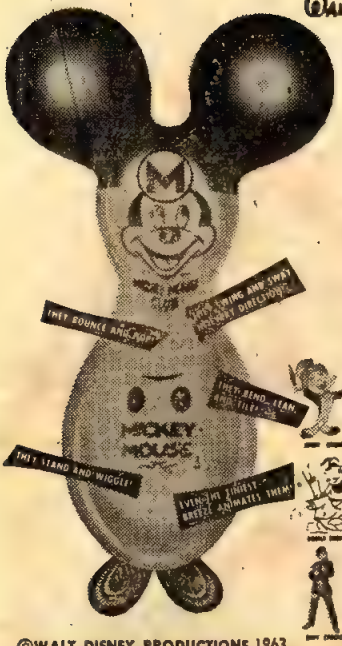

PERFECT! I GOT HIM OUT OF THE ROOM! NOW TO FIND A WAY TO HOLD HIM UNTIL THE POLICE CAN GET HERE!

BOY! DID YOU SEE THAT?!
I WONDER WHERE PETER WENT? HE ISN'T HERE!
WHO, THAT COWARD? HE'S PROBABLY HIDIN' WITH HIS HEAD UNDER A DESK SOMEWHERE!

CONTINUED AFTER NEXT PAGE

America's most lovable characters from...

WALT DISNEY'S WONDERFUL WORLD



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they stand from 15" to ALMOST 3 FEET TALL

Here's good clean fun for every youngster! Thrilling Walt Disney characters will keep every youngster busy for hours. Toss these toys in the air, they always land on their feet...swinging and swaying in every direction. From 12" to almost 3' tall, one-piece quality latex. Inflatable, assorted bright colors. Guaranteed to delight! Terrific gift for every child

MAIL THIS HANDY COUPON NOW!

MOTHER HUBBARD, DEPT. M-332
176 FEDERAL ST., BOSTON 10, MASS.

Your Walt Disney inflatable characters are just what I want for my youngsters. Enclosed is $_____ in check ☐, cash ☐, money order ☐, for _____ sets, each at $1.00 plus .25¢ postage and handling. No COD's please.

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BE SURE TO INCLUDE POSTAL HANDLING CHARGES PER SET

REWARD $11,750.00

FOR THIS COIN!

$5,000,000.00 Search For Rare Coins, OLD & NEW!

Illustrated: 1804 silver dollar — 19,000 minted, only 12 accounted for— where are the rest?

Stop spending valuable coins worth hundreds of dollars. New 1963 catalogue lists hundreds of coins we want to buy and gives the price range we will pay for these United States Coins. Certain half cent coins are worth up to $3,500.00 for Canadian Coins. Our valuable Coin Book may reward you many thousands of dollars. Coins do not have to be old to be valuable. Thousands of dollars have been paid for coins dated as recently as 1940 to 1956. Now you too can learn the rare dates and how to identify rare coins in your possession with our new 1963 catalogue. A fortune may be waiting for you. Millions of Dollars have been paid for rare coins. Send your order for this valuable coin catalogue now. Hold on to your coins until you obtain our catalogue. Send $1.00 for 1963 Coin Catalogue Book to Best Values Co., Dept. A-463, 285A Market St., Newark, N. J.

MAIL FREE TRIAL COUPON NOW!

FOR CERTAIN COINS WE PAY UP TO CERTAIN:	
Gold Coins Before 1929...	$35,000.00
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Rush your latest 1963 catalogue listing the actual price range you will pay for United States Coins listed in the catalogue. I enclose $1. Send Pstg. Prepaid.

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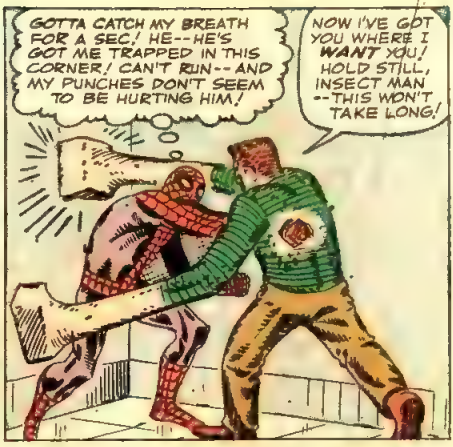
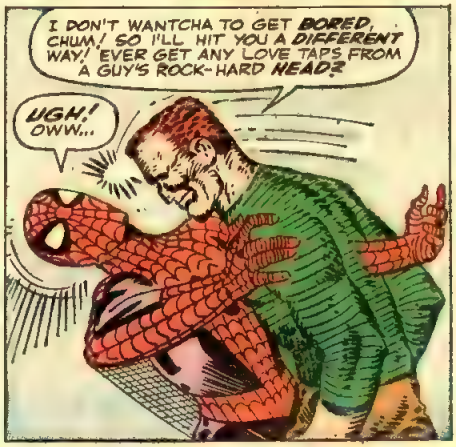
CITY.....STATE.....

YOUR MONEY WILL BE REFUNDED IN FULL IF YOU ARE NOT SATISFIED WITH THIS CATALOG

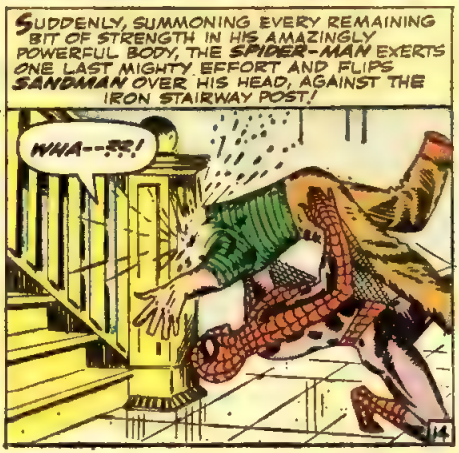
I'M TRYING TO SOUND CONFIDENT TO HIM, BUT I'LL BE BLAMED IF I KNOW WHAT TO TRY NEXT!! HE'S SURE NO SITTING DUCK!"


GOTTA CATCH MY BREATH FOR A SEC.! HE--HE'S GOT ME TRAPPED IN THIS CORNER.! CAN'T RUN-- AND MY PUNCHES DON'T SEEM TO BE HURTING HIM.!
NOW I'VE GOT YOU WHERE I WANT YOU! HOLD STILL, INSECT MAN --THIS WON'T TAKE LONG!

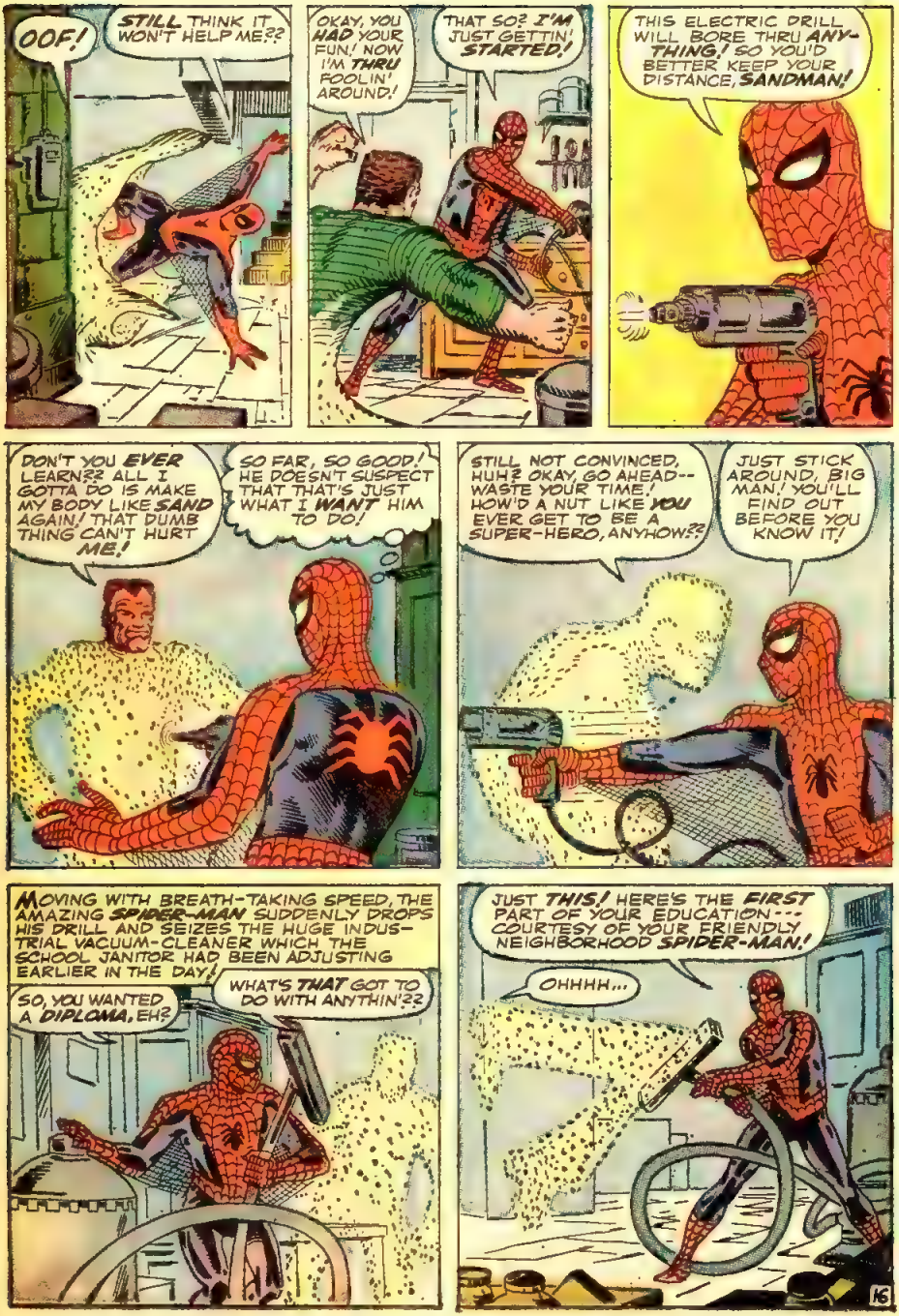
ALL RIGHT, IF YOU WANNA KEEP PUNCHIN' ME, I'LL MAKE IT EASY FOR YA! THERE-- I MADE MYSELF ALL NICE AND SANDY AGAIN.! AND NOW--
MY FIST WENT RIGHT THRU HIM! BUT, HE MADE HIS BODY HARD AGAIN.! I--I'M STUCK.!


I DON'T WANTCHA TO GET BORED, CHUM! SO I'LL HIT YOU A DIFFERENT WAY! EVER GET ANY LOVE TAPS FROM A GUY'S ROCK-HARD HEAD?
UGH! OWW...

IF--IF I DIDN'T HAVE MY SPIDER STRENGTH, I'D BE OUT FOR THE COUNT NOW! CAN'T TAKE MUCH MORE OF THIS! GOTTA DO SOMETHING!!


SUDDENLY, SUMMONING EVERY REMAINING BIT OF STRENGTH IN HIS AMAZINGLY POWERFUL BODY, THE SPIDER-MAN EXERTS ONE LAST MIGHTY EFFORT AND FLIPS SANDMAN OVER HIS HEAD, AGAINST THE IRON STAIRWAY POST.!
WHA--?!

THE AWESOME CRIMINAL RELEASES HIS HOLD ON SPIDER-MAN AS HE SHATTERS INTO COUNTLESS GRAINS OF SAND...
I'M FREE!
--BUT FOR HOW LONG? HE'S ALREADY REFORMING THE SANDY ELEMENTS OF HIS BODY INTO A SOLID MASS!
NICE TRY, SPIDER-MAN! BUT A FAT LOT OF GOOD IT'LL DO YA!!
BOY! ANYONE WHO WANTED TO TRADE PLACES WITH ME RIGHT NOW WOULDN'T HAVE TO COAX ME VERY HARD!
I'LL JUST LET MY GRAINS OF SAND OOZE OVER THERE TOWARDS YOU...LIKE HAVIN' YOUR LEGS IN QUICKSAND, ISN'T IT?
I'LL BET YOU'D BE GREAT AT A PARTY! YOU'RE JUST A BARREL OF FUN, AREN'T YOU?!!
WELL, THIS LITTLE PARTY'S GONNA END PRETTY SOON! HERE'S WHERE I PUT YOU AWAY FOR KEEPS, YOU COSTUMED PEST!
HE'S TRAPPING ME MORE AND MORE! I CAN'T BREAK LOOSE! WAIT! I'VE GOT AN IDEA!
WHILE HE'S BUSY TRYING TO MAKE ME HELPLESS, I'LL BEND DOWN AND TRY TO MAKE HIM FORM HIMSELF INTO SOME SORT OF A BALL!
I NOTICE YOU'RE NOT GIVIN' OUT WITH ALL THE WISECRACKS NOW, SPIDER-MAN!
IT WORKED! I MANEUVERED HIM NEAR THE BASEMENT STEPS! NOW--IF I'M LUCKY--
YOU'RE JUST PROLONGIN' THE AGONY, LAMEBRAIN! THIS AIN'T GONNA HELP YA!
15


OOF!
STILL THINK IT WON'T HELP ME??
OKAY, YOU HAD YOUR FUN! NOW I'M THRU FOOLIN' AROUND!
THAT SO? I'M JUST GETTIN' STARTED!
THIS ELECTRIC DRILL WILL BORE THRU ANY-THING! SO YOU'D BETTER KEEP YOUR DISTANCE, SANDMAN!
DON'T YOU EVER LEARN?? ALL I GOTTA DO IS MAKE MY BODY LIKE SAND AGAIN! THAT DUMB THING CAN'T HURT ME!
SO FAR, SO GOOD! HE DOESN'T SUSPECT THAT THAT'S JUST WHAT I WANT HIM TO DO!
STILL NOT CONVINCED, HUH? OKAY, GO AHEAD--WASTE YOUR TIME! HOW'D A NUT LIKE YOU EVER GET TO BE A SUPER-HERO, ANYHOW??
JUST STICK AROUND, BIG MAN! YOU'LL FIND OUT BEFORE YOU KNOW IT!
MOVING WITH BREATH-TAKING SPEED, THE AMAZING SPIDER-MAN SUDDENLY DROPS HIS DRILL AND SEIZES THE HUGE INDUS-TRIAL VACUUM-CLEANER WHICH THE SCHOOL JANITOR HAD BEEN ADJUSTING EARLIER IN THE DAY!
SO, YOU WANTED A DIPLOMA, EH?
WHAT'S THAT GOT TO DO WITH ANYTHIN'??
JUST THIS! HERE'S THE FIRST PART OF YOUR EDUCATION--- COURTESY OF YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!
OHHHH...
16

WHEW! I GOT HIM AT LAST! THAT HEAVY CANVAS BAG WILL HOLD HIM FOR SURE!
TOO BAD! I COULD HAVE GOTTEN SOME PICTURES OF OUR FIGHT! OL' JAMESON WOULD PAY A FORTUNE FOR 'EM! SAY! WHY NOT??
MAYBE WITH A LITTLE INGENUITY I CAN STILL FURNISH THE PIX TO JJ! I'LL JUST TAKE MY CAMERA OUT OF MY BELT...
THERE! I'VE GOT THE TIMER SET TO "AUTOMATIC"! NOW, THIS BUCKET OF SAND WILL COME IN REAL HANDY!
FOR FIRE ONLY
I'LL JUST TOSS A MESS OF SAND INTO THE AIR, LIKE THIS!
AND THEN I'LL DIVE THRU IT, AS THOUGH I'M ATTACKING SANDMAN WHILE HE'S IN HIS SAND-GRAIN FORM!
SINCE THIS REALLY HAPPENED A FEW MINUTES AGO, IT CAN'T BE UNETHICAL! IT'S LIKE SHOOTING A RE-TAKE OF A MOVIE! I HOPE THE CAMERA IS FOCUSED JUST RIGHT--THESE SHOULD BE GOOD SHOTS!
MEANWHILE, THE POLICE HAVE THROWN A HEAVILY-ARMED CORDON AROUND THE SCHOOL, AND...
ALL UNITS ARE IN POSITION, CAPTAIN!
GOOD! REMEMBER, WE DON'T WANT TO TAKE ANY UNNECESSARY CHANCES!
LET ME THRU! I'M J. JONAH JAMESON! LET ME THRU!
WHAT ARE YOU WAITING FOR, CAPTAIN? WHY DON'T YOU CHARGE IN THERE AND OVERPOWER THE SANDMAN??
LOOK, MISTER--I DON'T TELL YOU HOW TO PUBLISH NEWSPAPERS! I'VE GOT TO BE SURE THAT ALL THE STUDENTS ARE OUT OF THERE BEFORE THE SHOOTING STARTS!
17

CONTINUED AFTER NEXT PAGE..

GROG GROWS OWN TAIL

PLANT TAIL OUTSIDE AND IT GROWS LIKE MAD INTO A BEAUTIFUL SHADE TREE! Grog, amazing prehistoric monster, comes with half-a-tail. In a few days the tail starts growing. It grows, grows, g-r-o-w-s. Remove the tail from Grog's body and plant it outside and it springs quickly into a flowering, fragrant shade tree. Then Grog grows another tail. Remove the tail again and he grows another, and another . . . endlessly. Only $1 plus 25c postage. Satisfaction or money back.

$1.00

MONEY BACK GUARANTEE

Please include 25c postage and handling.

WESTERN WORLD PRODUCTS, Dept. 3
2611 Tilden Ave., Los Angeles 64, Calif.

I am enclosing cash, check or money order for $1 plus 25c postage for which please send me my grog. I understand if I am not satisfied my money will be returned.

(PLEASE PRINT PLAINLY)

Name_____

Address_____

City_____ Zone____ State_____

BOYS 12 or older MAKE $1 to $5 WEEKLY IN YOUR SPARE TIME

5¢ PROFIT on every GRIT you sell.

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Grab This Great Opportunity!
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Send my first bundle of papers, selling helps and prize offers.

Name .....

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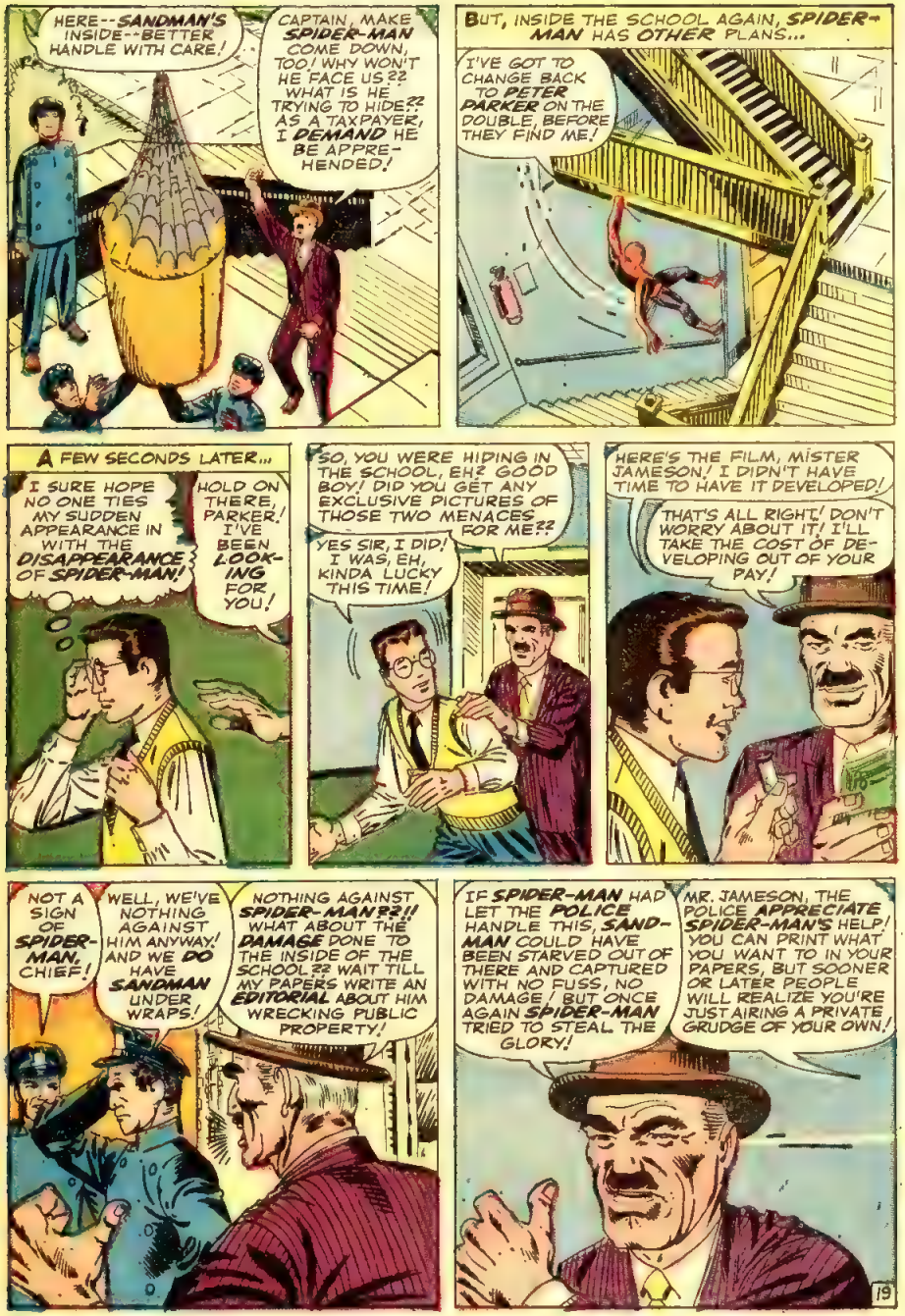
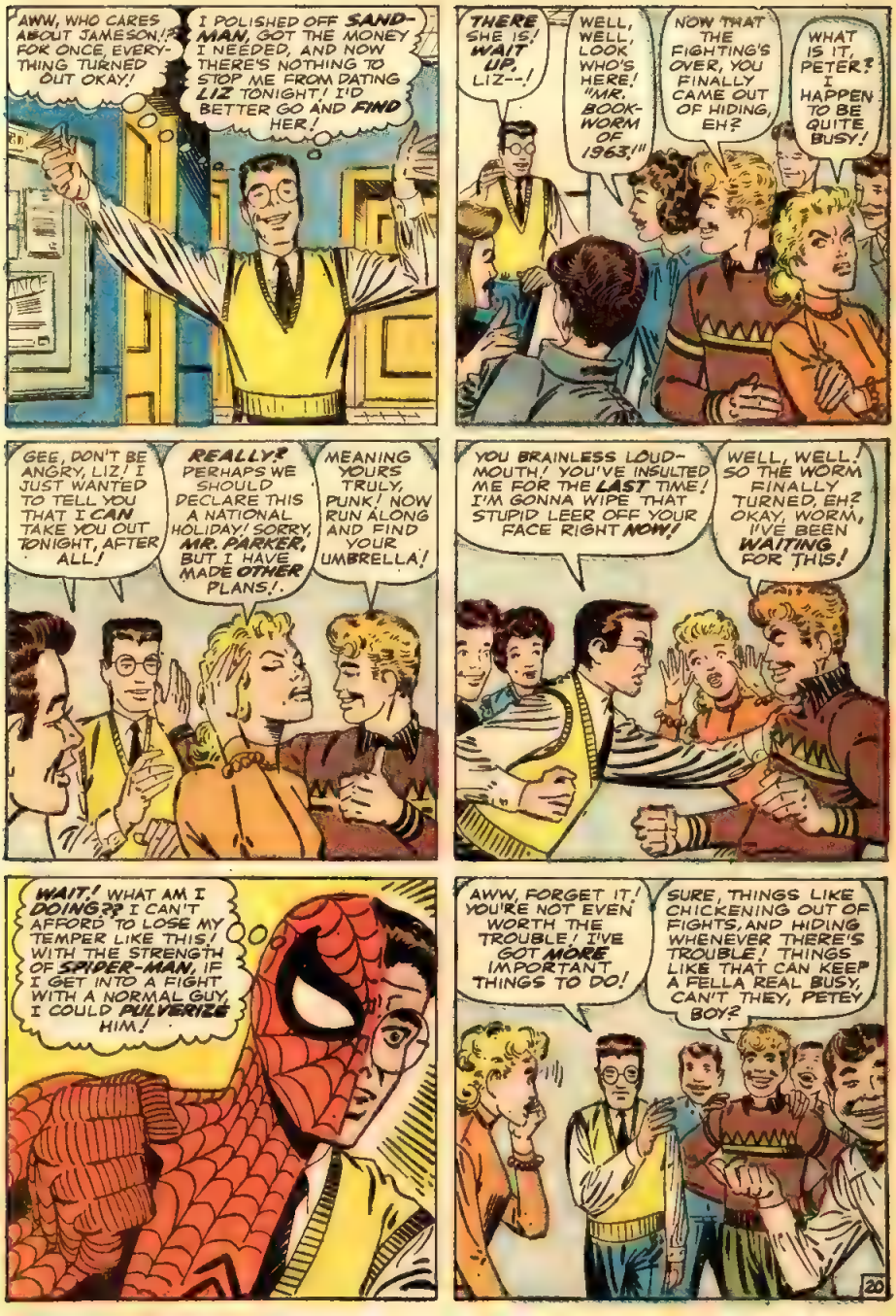
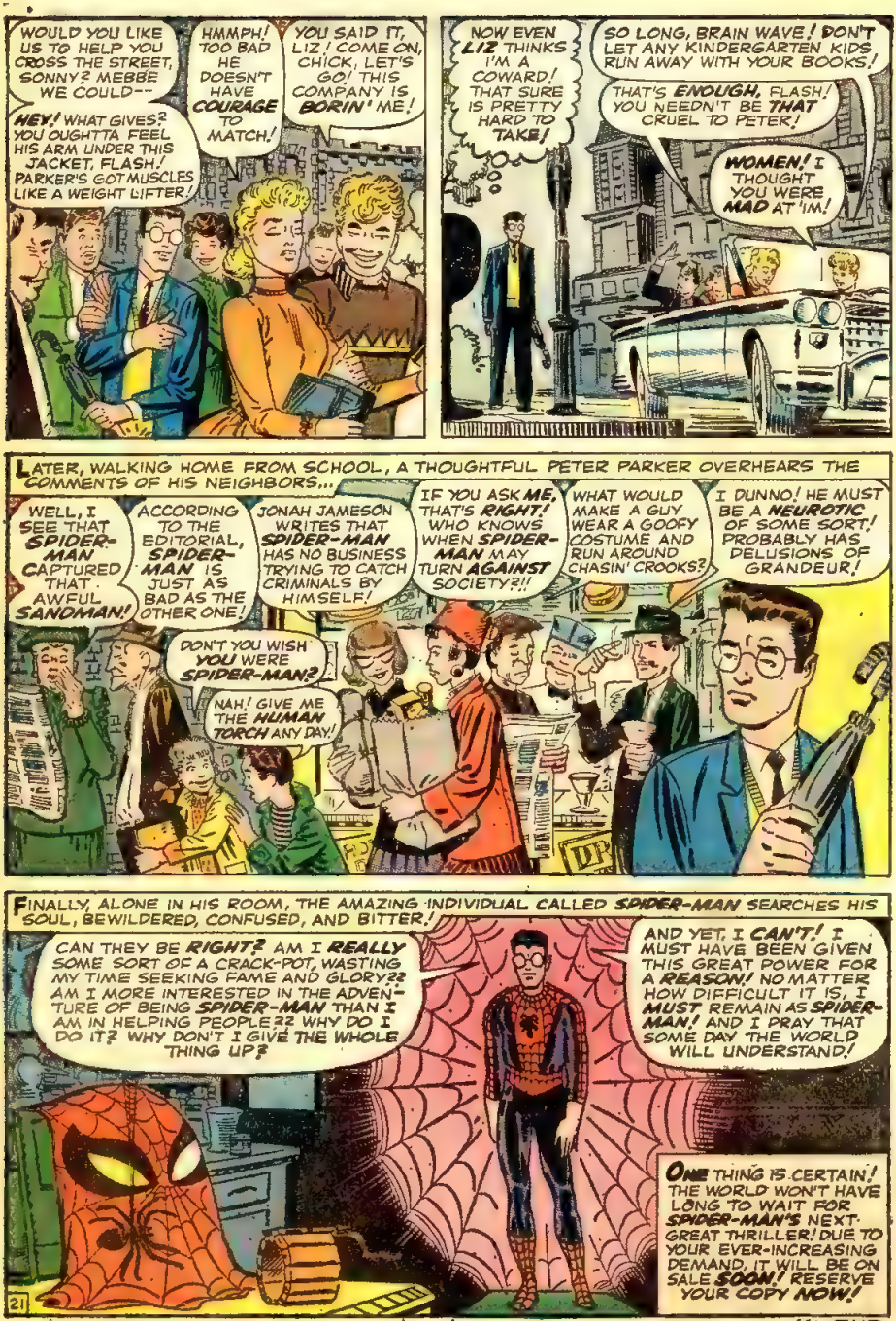
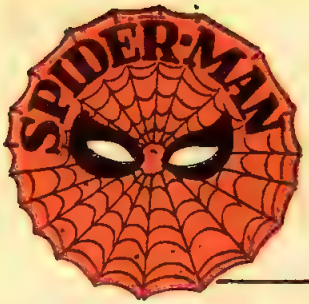

HERE--SANDMAN'S INSIDE--BETTER HANDLE WITH CARE!
CAPTAIN, MAKE SPIDER-MAN COME DOWN, TOO! WHY WON'T HE FACE US?? WHAT IS HE TRYING TO HIDE?? AS A TAXPAYER, I DEMAND HE BE APPREHENDED!
BUT, INSIDE THE SCHOOL AGAIN, SPIDER-MAN HAS OTHER PLANS...
I'VE GOT TO CHANGE BACK TO PETER PARKER ON THE DOUBLE, BEFORE THEY FIND ME!
A FEW SECONDS LATER...
I SURE HOPE NO ONE TIES MY SUDDEN APPEARANCE IN WITH THE DISAPPEARANCE OF SPIDER-MAN!
HOLD ON THERE, PARKER! I'VE BEEN LOOKING FOR YOU!
SO, YOU WERE HIDING IN THE SCHOOL, EH? GOOD BOY! DID YOU GET ANY EXCLUSIVE PICTURES OF THOSE TWO MENACES FOR ME??
YES SIR, I DID! I WAS, EH, KINDA LUCKY THIS TIME!
HERE'S THE FILM, MISTER JAMESON! I DIDN'T HAVE TIME TO HAVE IT DEVELOPED!
THAT'S ALL RIGHT! DON'T WORRY ABOUT IT! I'LL TAKE THE COST OF DEVELOPING OUT OF YOUR PAY!
NOT A SIGN OF SPIDER-MAN, CHIEF!
WELL, WE'VE NOTHING AGAINST HIM ANYWAY! AND WE DO HAVE SANDMAN UNDER WRAPS!
NOTHING AGAINST SPIDER-MAN??!! WHAT ABOUT THE DAMAGE DONE TO THE INSIDE OF THE SCHOOL?? WAIT TILL MY PAPERS WRITE AN EDITORIAL ABOUT HIM WRECKING PUBLIC PROPERTY!
IF SPIDER-MAN HAD LET THE POLICE HANDLE THIS, SANDMAN COULD HAVE BEEN STARVED OUT OF THERE AND CAPTURED WITH NO FUSS, NO DAMAGE! BUT ONCE AGAIN SPIDER-MAN TRIED TO STEAL THE GLORY!
MR. JAMESON, THE POLICE APPRECIATE SPIDER-MAN'S HELP! YOU CAN PRINT WHAT YOU WANT TO IN YOUR PAPERS, BUT SOONER OR LATER PEOPLE WILL REALIZE YOU'RE JUST AIRING A PRIVATE GRUDGE OF YOUR OWN!
19


AWW, WHO CARES ABOUT JAMESON!? FOR ONCE, EVERYTHING TURNED OUT OKAY!
I POLISHED OFF SANDMAN, GOT THE MONEY I NEEDED, AND NOW THERE'S NOTHING TO STOP ME FROM DATING LIZ TONIGHT! I'D BETTER GO AND FIND HER!
THERE SHE IS! WAIT UP, LIZ---!
WELL, WELL, LOOK WHO'S HERE! "MR. BOOKWORM OF 1963!"
NOW THAT THE FIGHTING'S OVER, YOU FINALLY CAME OUT OF HIDING, EH?
WHAT IS IT, PETER? I HAPPEN TO BE QUITE BUSY!
GEE, DON'T BE ANGRY, LIZ! I JUST WANTED TO TELL YOU THAT I CAN TAKE YOU OUT TONIGHT, AFTER ALL!
REALLY? PERHAPS WE SHOULD DECLARE THIS A NATIONAL HOLIDAY! SORRY, MR. PARKER, BUT I HAVE MADE OTHER PLANS!.
MEANING YOURS TRULY, PUNK! NOW RUN ALONG AND FIND YOUR UMBRELLA!
YOU BRAINLESS LOUDMOUTH! YOU'VE INSULTED ME FOR THE LAST TIME! I'M GONNA WIPE THAT STUPID LEER OFF YOUR FACE RIGHT NOW!
WELL, WELL! SO THE WORM FINALLY TURNED, EH? OKAY, WORM, I'VE BEEN WAITING FOR THIS!
WAIT! WHAT AM I DOING?? I CAN'T AFFORD TO LOSE MY TEMPER LIKE THIS! WITH THE STRENGTH OF SPIDER-MAN, IF I GET INTO A FIGHT WITH A NORMAL GUY, I COULD PULVERIZE HIM!
AWW, FORGET IT! YOU'RE NOT EVEN WORTH THE TROUBLE! I'VE GOT MORE IMPORTANT THINGS TO DO!
SURE, THINGS LIKE CHICKENING OUT OF FIGHTS, AND HIDING WHENEVER THERE'S TROUBLE! THINGS LIKE THAT CAN KEEP A FELLA REAL BUSY, CAN'T THEY, PETEY BOY?


WOULD YOU LIKE US TO HELP YOU CROSS THE STREET, SONNY? MEBBE WE COULD--
HEY! WHAT GIVES? YOU OUGHTTA FEEL HIS ARM UNDER THIS JACKET, FLASH! PARKER'S GOT MUSCLES LIKE A WEIGHT LIFTER!
HMMPH! TOO BAD HE DOESN'T HAVE COURAGE TO MATCH!
YOU SAID IT, LIZ! COME ON, CHICK, LET'S GO! THIS COMPANY IS BORIN' ME!
NOW EVEN LIZ THINKS I'M A COWARD! THAT SURE IS PRETTY HARD TO TAKE!
SO LONG, BRAIN WAVE! DON'T LET ANY KINDERGARTEN KIDS RUN AWAY WITH YOUR BOOKS!
THAT'S ENOUGH, FLASH! YOU NEEDN'T BE THAT CRUEL TO PETER!
WOMEN! I THOUGHT YOU WERE MAD AT 'IM!
LATER, WALKING HOME FROM SCHOOL, A THOUGHTFUL PETER PARKER OVERHEARS THE COMMENTS OF HIS NEIGHBORS...
WELL, I SEE THAT SPIDER-MAN CAPTURED THAT AWFUL SANDMAN!
ACCORDING TO THE EDITORIAL, SPIDER-MAN IS JUST AS BAD AS THE OTHER ONE!
JONAH JAMESON WRITES THAT SPIDER-MAN HAS NO BUSINESS TRYING TO CATCH CRIMINALS BY HIMSELF!
IF YOU ASK ME, THAT'S RIGHT! WHO KNOWS WHEN SPIDER-MAN MAY TURN AGAINST SOCIETY?!!
WHAT WOULD MAKE A GUY WEAR A GOOFY COSTUME AND RUN AROUND CHASIN' CROOKS?
I DUNNO! HE MUST BE A NEUROTIC OF SOME SORT! PROBABLY HAS DELUSIONS OF GRANDEUR!
DON'T YOU WISH YOU WERE SPIDER-MAN?
NAH! GIVE ME THE HUMAN TORCH ANY DAY!
FINALLY, ALONE IN HIS ROOM, THE AMAZING INDIVIDUAL CALLED SPIDER-MAN SEARCHES HIS SOUL, BEWILDERED, CONFUSED, AND BITTER!
CAN THEY BE RIGHT? AM I REALLY SOME SORT OF A CRACK-POT, WASTING MY TIME SEEKING FAME AND GLORY?? AM I MORE INTERESTED IN THE ADVENTURE OF BEING SPIDER-MAN THAN I AM IN HELPING PEOPLE?? WHY DO I DO IT? WHY DON'T I GIVE THE WHOLE THING UP?
AND YET, I CAN'T! I MUST HAVE BEEN GIVEN THIS GREAT POWER FOR A REASON! NO MATTER HOW DIFFICULT IT IS, I MUST REMAIN AS SPIDER-MAN! AND I PRAY THAT SOME DAY THE WORLD WILL UNDERSTAND!
ONE THING IS CERTAIN! THE WORLD WON'T HAVE LONG TO WAIT FOR SPIDER-MAN'S NEXT GREAT THRILLER! DUE TO YOUR EVER-INCREASING DEMAND, IT WILL BE ON SALE SOON! RESERVE YOUR COPY NOW!
THE END
21



SPIDER'S WEB

Please address your letters to: THE SPIDER'S WEB Third Floor 655 Madison Ave. New York 21, N. Y.

Dear Stan and Steve:

Amazing Spider-Man #2 was again very good. I enjoyed this issue somewhat more than the first issue, probably because there was more action this time. Your two stories, "Duel to the Death with the Vulture," and "The Terrible Tinkerer," were both very good. I wish Spider-Man had gotten due credit for his capture of the Vulture (not to mention the prevention of the conquering of the Earth), and I'm still waiting to see the day when Jameson will swallow his nasty remarks about our hero. The picture of Spider-Man on page 9, panel 6 was one of the best pictures yet of our hero. By the way, thanks for the picture of Spider-Man in the corner of your cover. I'm glad that the Marvel group has received this custom. It adds an extra little touch to the cover. Well, I'll be looking forward to your next issue.

Dave Bibby
40 Hillside Ave.
Verona, N. J.

Thanks, Dave. Glad you like our cover trademark. We've received many nice comments from readers about it, and appreciate them all.

Dear Stan and Steve:

I have just read a terrific new comic that is worthy of reading over and over again. It's name: THE AMAZING SPIDER-MAN, and it is great. No question about it. Well, mebbe just one. In the first half of the book, Spider-Man's secret identity is Peter *Parker*, but in the second half, his secret identity is Peter *Palmer*! Which name is right?

Gary Anderson
East Northport, N. Y.

Gary, literally hundreds of puzzled fans have called our attention to that king-sized error! We don't know how it happened, but to set the record straight, SPIDER-MAN'S real name is Peter PARKER, and we're gonna do our best to see that it STAYS that way!

Dear Stan and Steve:

Stan, you have struck again. If I thought the first SPIDER-MAN tale was good, I should have waited till the second and third. WOW! and a few more for flavor! The only thing I truly regret is that Steve Ditko's art distorted the Four to the point where it was agony to this dyed-in-the-wool FF fan to see them. SPIDER-MAN he can do well — I honestly can't picture him any other way — but the others . . . I suggest any more feature appearances be made by S-M (Sub-Mariner's initials?) in other magazines.

Paul Moslander
Editor of *Jeddak*
1208 31 Ave.
San Mateo, California

You're about to get your wish, Paul! Lately, it seems that SPIDER-MAN is all over the place! He has a brief guest appearance in the great FANTASTIC FOUR ANNUAL, on sale this summer . . . and he shares top billing with the HUMAN TORCH in the 72-page STRANGE TALES ANNUAL, also out this summer. We couldn't think of any excuse to squeeze him into the MILLIE THE MODEL ANNUAL, but we tried!

Dear Stan and Steve:

WOW! You really did it! *Amazing Spider-Man* #2 was spectacular! It was colossal! It was even better than your first great issue. You gave us new, new villains, both of whom are good. I think, however, that the Vulture was the best; he was terrific! I think he's even better than Dr. Doom, villain in *Fantastic Four*. The way the Vulture keeps looping around behind Spider-Man made me wonder if Spider-Man would defeat the Vulture at all! One of the things that makes the Spider-Man more believable and real is the fact that he does make mistakes at times. He wasn't very careful, at times, in his battle with the Vulture, and consequently, the Vulture was able to knock him out and dump him in a water-tower. Another time, Spider-Man was careless, and the Vulture almost sent him plunging to his death! But it's things like this that make the Spider-Man so great! I have some comments to make about the belt that Spider-Man now wears. As long as he uses it to keep web-fluid capsules in, it's all right with me. Just don't start having him keep a whole lot of scientific gadgets and other things in it! If you do, POW! Spider-Man is supposed to depend on his spider-like powers; he doesn't need a lot of other things in his battle against crime. Keep up the good work. Spider-Man is your best super-hero by a long shot!!! Why don't you drop the word, 'Amazing' from your title? It doesn't sound quite right.

Larry Brown
506 Handy Drive
Bay City, Michigan

We kept the word AMAZING out of sentiment, because it was part of the title of the magazine which SPIDER-MAN replaced. Also, it seemed to fit Peter Parker to a T! But, as usual, we'll let our fans be the final judge. What do you say, friends? Do we drop the word AMAZING from our title, or does it remain?

Dear Stan and Steve:

At last! Spider-Man has his own mag!!! I love your art, and the plots are terrific. His costume is the most glamourous and colorful in comic history and I think his mag will be the most liked throughout all of North America within six months. Don't get Spider-Man to join the FF though; he's the greatest by himself. He's the only super-hero I know who doesn't have money or live in luxury. I think that you should give him his own headquarters and maybe a Spider-jet with his insignia on it.

Waiting for the next issue,
Bill Schmuck
1140 Rock Street
Victoria, B.C., Canada

We're all for it, Bill, but where is a super hero without any dough gonna get his own Spider-Jet?? Last we heard, he was trying to raise the down-payment on a bike!

CONTINUED . . .

Dear Editor,

I thought *Fantastic Four* was great, but the amazing *Spider-Man* is superb, excellent! Glad to see S. Lee and S. Ditko together on such a great mag. In my opinion *Spider-Man's* adventures are superb, great fantasy, plots, and artwork. If future issues are as good or better as No. 1, they'll be excellent. About *Amazing Adult Fantasy* (where SPIDER-MAN first appeared), what ever happened to it? I thought it was a great mag. The first issue of amazing *Spider-Man* was truly superb. Thanks for a great mag.

Arthur Davis Jr.
2809 Avenham Ave.
Roanoke 14, Virginia

You're more than welcome, Art! As for AMAZING ADULT FANTASY, we're glad of this opportunity to explain its demise to all those who've asked about it. Judging by your mail, those who read the mag LOVED it . . . but, judging by our sales, not enough readers BOUGHT A.A.F.! So, just for kicks, we decided to create a new super character (SPIDER-MAN) and throw away all the rules, making him as original and as different as we could. We planned to present him in the final issue of AMAZING ADULT FANTASY, just to satisfy ourselves. But, the rest is history! His surprise appearance jolted readers everywhere, and we were deluged with letters demanding that he be given his own magazine. So there you are . . . AMAZING ADULT FANTASY has now become AMAZING SPIDER-MAN, and a new super hero sensation has joined the Marvel galaxy of stars!

Dear Stan and Steve:

I can tell already that the SPIDER-MAN letter column will contain fantastic rave letters, claiming that you have the art of Dali, the writing of Shakespeare, and the greatest character since Ellery Queen. Probably you will also print one crank letter, saying, "SPIDER-MAN stinks because he is a real weirdo, so why don't you give him some more powers and a romantic interest, and have him talk to spiders and befriend them, and square him with the law so as he can be a fighter for crime." Even if you won't be as good or as bad as any of the letters you print, there is certainly no denying that you have something going for you. The cover was the best ever used on any magazine you edit, the interior art of Human Torch was especially outstanding, the best treatment he has had since the "good old days," the plots were sound, and the personal touches that make your stories what they are abounded. The way SPIDER-MAN "flies" by swinging from web to web, may displease the window cleaners who have to clear the webs away, but I hope you keep it, rather than have him jump or catapult himself until he is effectively flying under his own power. The scenes in the second story, on page seven, were especially effective. One gripe, and I will bring this letter to a close. Such quotes as, "My spider instincts sense danger behind me!", "That tingle I feel, my quarry is close,". "I can still sense him in the dark" — all imply some vague power which has no reasonable explanation, and which is unnecessary to the story. Most super-heroes have such unexplained instincts which save the writer the trouble of thinking up a more reasonable and clever way out of plot difficulties, but I just hope you keep SPIDER-MAN out of this rut!

Rick Wood
Bellingrath, Southwestern
Memphis 12, Tennessee

Aw, come on now, Rick! WHAT rut? How many OTHER super heroes do you know with spider instincts?

SPECIAL ANNOUNCEMENTS SECTION:

- **Forgive us if we sound boastful, but we just can't help it. In the space of only three issues, SPIDER-MAN has become a comic magazine sensation! And so, we are proud to announce that, effective with this issue, the AMAZING SPIDER-MAN will be published MONTHLY!**

- **Many readers have written to request that SPIDER-MAN join the FANTASTIC FOUR, or team up with the HUMAN TORCH, or SUB-MARINER, or THOR, or almost any and every super character in our ever-growing lineup. However, for the time being, we would like to limit him to a few occasional guest appearances with our other heroes (which will be announced, when space permits). Stan and Steve have so many wonderful, unusual ideas for future SPIDER-MAN tales, that we don't want to do anything to interfere with them.**

- **Due to the unusually large demand for SPIDER-MAN, we hear that some fans have been missing issues because their dealers were sold out. May we suggest that you avoid disappointment by asking your dealer to RESERVE a copy for you in advance. Okay? Then we'll see you next month!**

- **Yours till Peter Parker picks a peck of pickled peppers!**

GIVE ME JUST ONE EVENING and I'LL TEACH YOU TO HYPNOTIZE EASILY!

Hypnotize others quickly, safely---perform any known HYPNOTIC FEAT with EASE! Amaze friends-Exert your Hypnotic Power over others - Be POPULAR and WANTED!

YES, it's true! You can hypnotize anyone so EASILY and quickly you'll be amazed! And it doesn't take special talents or long months of study. The very first day you receive this miracle GUIDE TO HYPNOTISM you'll be able to perform wonders that will astound everyone. It's that SIMPLE.... WHEN YOU KNOW HOW.

Imagine the thrill of being able to EXERT YOUR POWER OVER OTHERS. Make them do the things you want them to do. You'll be able to make others do your bidding after they are awakened, hypnotizing by telephone. Perform feats that have baffled hypnotists for years. And you'll do these wonders with EASE. For, Hypnotism is no longer a secret miracle of science but a POWER anyone can exert over another...when you know how!

25 MIRACLE LESSONS

HOW TO HYPNOTIZE
New Simple Technique

HOW TO AWAKEN SUBJECT

THE POST-HYPNOTIC SUGGESTION.
How to make others do your bidding after they are awakened, hypnotizing by telephone.

HOW TO GAIN MAGNETIC NEW PERSONALITY

MESMERISM
Quick technique for hypnotizing.

MAGNETIC HEALING
How to stop pain. Much surgery is performed by Hypnotism.

HOW TO HYPNOTIZE FOR MONEY

CURING BAD HABITS
End sleeplessness, stop smoking, lose weight, etc.

POWER OF SUGGESTION

HYPNOTIZE YOURSELF

MAGNETIC INFLUENCE
Control others.

HYPNOTIZING CROWDS

HOW TO ENTERTAIN

MIND READING

HYPNOTISM IN BUSINESS

and much, much more is covered!

Palmer-Jones Publishers. Dept. 99
285 Market St., Newark, N. J.

SIMPLE SECRETS REVEALED AT LAST

For years the knowledge of how to produce hypnotic sleep has been so well guarded that only a few have mastered this art. But now the veil of secrecy has been lifted and the innermost SECRETS and techniques revealed for the first time. The fact is that Hypnotism is a scientific fact that anyone can learn. Once you know these secrets and methods you can bring about this strange and wonderful control that has only been used by doctors, psychiatrists and entertainers in the past. Yes, now this remarkable phenomena will be yours to use for pleasure, self-development and countless other benefits.

YOU CAN PERFORM ANY HYPNOTIC FEAT!

First, you must understand that what another person does with Hypnotism, you can also do. There isn't anything anyone has ever done with this art that you cannot do! YOU can make people cry, laugh, shout, stop smoking, recall childhood memories, act like an infant, make water taste like vinegar, get folks to sing, dance ...do a 1001 things they would never do when not UNDER YOUR POWER. And the most amazing thing of all is ---it's HOW EASY IT IS TO DO!

SO EASY TO MASTER!

Here at last is the most perfect, complete and easily-learned course on Hypnotism ever written. In three short, simple chapters you learn the hidden secrets of Hypnotism and how to work this scientific miracle. No long, technical, mumbo-jumbo explanations are given. The 25-Lesson Guide to Hypnotism is written in plain, SIMPLE language that anyone can understand. After the third lesson you are able to begin performing countless techniques and powers clearly explained in the next 22 lessons. You'll learn how to cure bad habits in yourself and others, how to BUILD PERSONAL MAGNETISM, SLEEP without drugs, use Hypnotism to help STOP PAIN, stop smoking, BUILD WILL POWER, LOSE WEIGHT, IMPROVE YOUR MEMORY and so much more. And you'll learn how to MAKE MONEY with your new power by entertaining at parties, lodges, club meetings etc. Truly, this knowledge will give you a New SURGE of CONFIDENCE and POWER unlike any you have ever known!

ACT, FEEL AND BE A NEW PERSON!

How often have you wished that you could EXERT a MAGNETIC POWER and INFLUENCE OVER OTHERS? Get people to respond to your every command, win respect, admiration and envy from both men and women! Well, DREAM NO LONGER. It's all possible through the secret, magnetic power of Hypnotism. You'll not only MASTER OVER OTHERS but also yourself. You can BUILD A STRONG, MAGNETIC PERSONALITY through Self-Hypnotism. You use Mesmerism to READ the MINDS of others and PLANT YOUR thoughts in their minds. You can direct yourself to ACCOMPLISH anything, as easily as you can command others. You have the power to accomplish your heart's desire.

25 Fact-Packed LESSONS TELL ALL!

Never before has such a Complete and Authentic course on Hypnotism been available at such a low price. Doctors and students have PAID hundreds of DOLLARS for personal instruction in Hypnotism, when obtainable, knowledge such as this can be worth THOUSANDS of DOLLARS to the user over the years. Yet, due to printing economies, large press runs and also by the elimination of correspondence costs, the complete 25-Lesson Guide To HYPNOTISM is yours for only $1.98. Yes, only $1.98 for the COMPLETE COURSE bound in book form. Certainly a tiny investment for so much!

• USE FOR 30 DAYS • WITHOUT OBLIGATION!

PROVE to Yourself that YOU CAN HYPNOTIZE ANYONE! Order the 25-Lesson Guide to Hypnotism today and put it to the test the very next evening. The first three chapters teach you the SECRET of Hypnotism and the 22 chapters that follow introduce you to many new WONDERS of this miraculous art. For the next 30 days as our guest, perform the WONDERS of Hypnotism among your friends, at home and at work. Then, if you don't feel it's the GREATEST VALUE you have ever received for $1.98---we don't want you to keep it. Just mail it back and the small payment you sent will be PROMPTLY refunded---no questions asked. You have nothing to lose -- amazing new Power to Gain. So order now!

CHECK HERE HYPNOTIC POWERS YOU WANT!

- ☐ INFLUENCE OTHERS
- ☐ SELF-HYPNOSIS
- ☐ CURE BAD HABITS
- ☐ LOSE WEIGHT
- ☐ STOP SMOKING
- ☐ PERFORM STUNTS, TRICKS
- ☐ DO MIND READING
- ☐ GAIN MAGNETIC PERSONALITY
- ☐ RELIEVE TENSION
- ☐ MAKE MONEY

MAIL NO-RISK FREE TRIAL COUPON!

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285 Market Street, Newark, New Jersey

YES, Send me for 30-day HOME TRIAL the complete 25-Lesson GUIDE TO HYPNOTISM.

☐ I enclose $1.98 - payment in full - which will be refunded to me if I am not 100% delighted.

Name_____

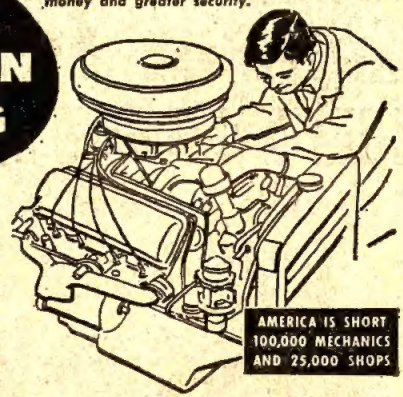
Address_____

City_____ Zone___ State_____

☐ I agree that I will not use this power for other than proper use.

AMAZING NEW HOME TRAINING PLAN IN AUTO REPAIRING

Important news for the inexperienced man who needs a short cut to a better job, more money and greater security.



So practical that many students earn money repairing cars in their spare time . . . while training for a top pay job or their own business

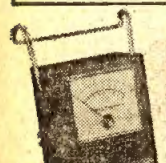
No longer need you stand by as experienced mechanics take their choice of thousands of job openings in the auto repairing field. Now you can get ready for a better-pay job—or your own business—by training at home in spare time.

CTI's fine home study course is expertly written, clearly illustrated, easily understandable. It offers up-to-date knowledge. It includes mechanic's tools and accurate test instruments. It provides Job Experience Projects which help you put knowledge and tools to use. It's so practical that many students earn money in spare time while training. Get the full story: *Mail coupon below for the CTI catalog, sample lessons, and a booklet, "Proof From Graduates."*

30 Job Experience Projects!

As part of its practical training program, CTI sends you 30 Job Experience Projects. These *exclusive* projects make it easy for you to make the transition from lessons to repairs. You learn by practicing, gain skill in the use of tools and test instruments, acquire useful experience that builds your confidence. CTI shop projects do away with — or sharply reduce — lower pay apprenticeship . . . get you into the top pay bracket more quickly.

You learn by practicing — get experience — with tools and instruments that CTI sends



Portable Viso-Analyzer

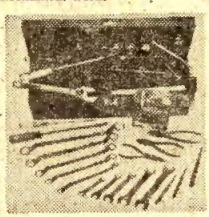
Another CTI "first." Called "the most versatile of all trouble-shooting instruments" by a leading auto trade magazine. You will use it to detect failures in the electrical system. A great time and work saver. Available only with CTI training.

Engine Tune-Up Kit With Case

You get an engine Tune-Up Kit. It includes a Compression Tester; Vacuum Gauge & Fuel Pump Tester; Ignition Timing Light; portable steel case. These accurate, quality instruments help you locate engine troubles quickly. Simple to use and read. Indispensable for efficient and speedy mechanical work.

A Set of Tools

(including socket set)



You also receive a set of Mechanic's Tools, including socket set and tray. CTI kits are professional in design — the kind that experienced mechanics own and use. *No extra charge for kits!*

Go in Business for Yourself—Be the Boss

The average pay of an auto mechanic compares favorably with the best in all industry. But, if you prefer, you can open a shop—start your own business. It is estimated that America is short 25,000 shops. CTI provides you with the required all-around mechanical training to go on your own. You learn tune-up and overhaul; electric, cooling and lubricating systems; power steering and brakes; automatic transmissions. Even a choice of either Diesel Mechanics or Body & Fender Rebuilding instruction!

Proof of Success Is Progress of Students

"Am now a senior auto mechanic. Made $800 during training."—*Ronald Wharton, Md.* "Started a small business in my garage. Now have two part-time helpers."—*John Reed, Cal.* "Am proud I finished course. Have two job offers."—*Barden Vance, Ind.* "Am working as a mechanic and earn twice what I used to. Made $25 a week as I trained."—*Jerome Slowik, Ill.* "Have three job offers. Made $170 as a student."—*Willie Cooper, Fla.*

Many Earn Cash Soon After Starting Course

Many CTI students begin fixing cars after a few lessons. They earn extra money—which helps pay tuition, buys extra equipment. At the same time, these students become more skillful and experienced in the use of tools and testing instruments.

Diesel or Body & Fender Rebuilding Included

Diesel Mechanics or Body and Fender Rebuilding instruction is provided by CTI in addition to the complete course and 30 shop experience projects in Auto Mechanics. No extra charge for this training. Only CTI offers you this generous choice.

This Is How You Get the Complete Story

First get the facts—then decide. Fill out and mail coupon. We'll send valuable free catalog, sample lessons, testimonials, other information. No obligation. Act today! Mail coupon at once.

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Mail me your three booklets: *Make Big Money in Auto Mechanics, Lesson Samples, and Proof From Graduates.* All are free.

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ADDRESS _____

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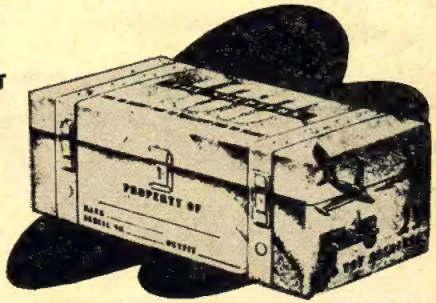
Accredited Member National Home Study Council

100 TOY SOLDIERS, MADE OF DURABLE PLASTIC, EACH ON ITS OWN BASE, MEASURING UP TO 4½"!

★ FUN TO SHOW
★ FUN TO TRADE
★ FUN TO COLLECT

PACKED in this FOOTLOCKER
TOY STORAGE BOX



EACH FOOTLOCKER CONTAINS:

4 Tanks	8 Officers
4 Jeeps	8 Waves
4 Battleships	8 Wacs
4 Cruisers	4 Bombers
4 Sailors	4 Trucks
4 Riflemen	8 Jet Planes
8 Machinegunners	8 Cannon
8 Sharpshooters	4 Bazookamen
4 Infantrymen	4 Marksmen

100 TOY SOLDIERS, Dept. MT
Carle Place, Long Island, N. Y.

HERE'S MY $1.25! NO C.O.D.'s
Rush the TOY SOLDIERS TO ME!

Name .....

Address .....

City ..... State .....

Canada and foreign orders send $1.50 postal money order.

BOYS, GIRLS, MEN, WOMEN

IF YOU KNOW JUST 20 PEOPLE...

YOU CAN MAKE AT LEAST $50.00-MORE LIKELY $100.00 to $200.00 IN YOUR SPARE TIME!

Get These 2 Assortments ON APPROVAL

PARCHMENT SPLENDOR CHRISTMAS ASS'T ...21 magnificent cards on luxurious Parchment Paper, enriched with gold bronzing and sparkling decorations. Sells on sight!

WONDERLAND CHRISTMAS ASS'T is a tremendous value! 21 beautiful, sparkling cards glowing and glistening with old fashioned Christmas cheer!

Everyone You Know Needs Christmas Cards and Everyone Loves Wallace Brown Cards

Do you know 20 people? Of course you do! Add up a half-dozen relatives, perhaps 5 neighbors, the butcher, the baker, the milkman, the grocer, your dentist, several friends and other tradespeople—and you've probably got a lot more than 20. So what are you waiting for? These folks alone can bring you in at least $50.00, probably $100.00 to $200.00 extra money in just a few hours spare time. And this is just a start! Almost everyone you know needs Christmas Cards, and when you show them the spectacular nationally famous 1963 Wallace Brown Line of Cards and Gift Items—it's love at first sight. They'll snap up 2,3,6 or more Christmas Card Boxes right on the spot. Keep up to 50¢ of every dollar you take in! This is the fun way to making money because it's so easy. We send you samples that do the selling for you. And, besides making money you'll save money on your own personal Christmas Cards, Gifts, Wrappings, etc. See for yourself without risking a penny. Mail coupon, you'll be glad you did!

GET FREE CATALOG, TOO! -Send Coupon Below

Be first in your neighborhood to cash in on this easy way to extra money with the 1963 Wallace Brown Line of Christmas Cards and Gift Items. Mail coupon this minute! You'll get 2 Christmas Card Assortments on approval. And FREE Samples of Name-Imprinted Personal Christmas Cards. Plus FREE full-color catalog showing lots more money-makers, including many Christmas Assortments, Everyday Greeting Card Assortments, Decorated Stationery, Gift Wrappings, Household Items, etc. Everything you need to start making money at once—and we show you how.

FREE Samples of Popular-Priced, Name-Imprinted PERSONAL CHRISTMAS CARDS

Thrill your friends and neighbors and make even MORE MONEY for yourself with exquisite, custom-designed NAME-IMPRINTED Christmas Cards at amazingly low prices. A large variety of exclusive, original designs for folks who want the finest quality in Personalized Christmas Cards at prices everybody can afford. They sell just by being shown. It's easy, too, because . . . *we ship direct to your customers and we pay the postage.* You have no bother, no trouble and no wasted time making deliveries. Send the coupon right away for your FREE Samples of the 4 Great New Lines of these fast-selling Personalized Christmas Cards!

ORGANIZATIONS: Churches, clubs, veterans' auxiliaries, etc. can now add hundreds of dollars to their treasuries with these fast sellers. Give organization name on coupon for Fund-Raising Plan. Mail coupon NOW!

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SEND NO MONEY Paste Coupon on postcard or mail in envelope

WALLACE BROWN, INC., 11 East 26th St. Dept. M-134 New York 10, N.Y.

Send 2 Christmas Card Assortments on approval, plus FREE Samples of Name-Imprinted Personal Christmas Cards, FREE full-color Catalog, and details of simple money-making plan.

Name_____

Address_____

City & Zone_____ State_____

If writing for an organization, give its name_____

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